



HEALTH ANNUAL STATEMENT

FOR THE YEAR ENDED DECEMBER 31, 2012  
OF THE CONDITION AND AFFAIRS OF THE

HealthSpring Life & Health Insurance Company, Inc.

NAIC Group Code09013477NAIC Company Code12902Employer's ID Number20-8534298

(Current)(Prior)

Organized under the Laws ofTexas, State of Domicile or Port of EntryTexas

Country of DomicileUnited States of America

Licensed as business type:Life, Accident & Health

Is HMO Federally Qualified? Yes [ ] No [ X ]

Incorporated/Organized02/27/2007Commenced Business02/27/2007

Statutory Home Office2900 North Loop West, Suite 1300Houston , TX, US 77092

(Street and Number)(City or Town, State, Country and Zip Code)

Main Administrative Office500 Great Circle RoadNashville , TN, US 37228615-291-7000

(Street and Number)(City or Town, State, Country and Zip Code)(Area Code) (Telephone Number)

Mail Address9009 Carothers ParkwayFranklin , TN, US 37067

(Street and Number or P.O. Box)(City or Town, State, Country and Zip Code)

Primary Location of Books and Records500 Great Circle RoadNashville , TN, US 37228615-291-7000

(Street and Number)(City or Town, State, Country and Zip Code)(Area Code) (Telephone Number)

Internet Website Addresswww.healthspring.com

Statutory Statement ContactBeth Ann Hollingsworth615-236-6252

(Name)(Area Code) (Telephone Number)

regulatory@healthspring.com615-401-4566

(E-mail Address)(FAX Number)

OFFICERS

President, Chairman & Chief Executive Officer	Scott Christian Huebner #	Vice President & Secretary	Mark Andrew Tulloch
Chief Financial Officer	Brian David Setzer #	Co - Chief Executive Officer	Matthew Shawn Morris #

OTHER

Dirk Oliver Wales MD # Corporate Medical Director	Richard Alan Appel # Compliance Officer	Clifton Scott Jacobson Vice President
James Russell Hailey President, Pharmaceutical Operations	David Lowell Terry Chief Actuary	Gregory James Allen Divisional President
Jay Landon Hurt Divisional President	Peter Ronald Gardner Vice President	Kristinn Klunkert Benton Vice President
Allen Curtis Perez Vice President	Barry Richard McHale # Vice President & Treasurer	James Patrick Foley # Divisional President
Robert Lambdin Dawson # Vice President	Maureen Hardiman Ryan # Vice President & Assistant Treasurer	Sanjeev Kumar Srivastava, # Vice President
Scott Ronald Lambert # Vice President & Assistant Treasurer	Jumana Nadeem Siddiqui # Assistant Treasurer	Kevin James Oleksak # Assistant Secretary
Rhiannon Ashley Bernier # Assistant Secretary	Anna Krishtul # Assistant Secretary	Natalie Choy Dietrich # Assistant Secretary

DIRECTORS OR TRUSTEES

Sanjeev Kumar Srivastava #	Scott Christian Huebner	Robert Lambdin Dawson
Matthew Shawn Morris	Mark Andrew Tulloch	

State ofTennesseeSS:

County of

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

Scott Christian Huebner President, Chairman & Chief Eexecutive Officer	Brian David Setzer # Chief Financial Officer	Mark Andrew Tulloch Vice President & Secretary
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Subscribed and sworn to before me this  
day ofFebruary 2013

a. Is this an original filing? Yes [ X ] No [ ]  
b. If no,  
1. State the amendment number.....  
2. Date filed .....  
3. Number of pages attached.....

Notary Public

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

**EXHIBIT 2 - ACCIDENT AND HEALTH PREMIUMS DUE AND UNPAID**

[illegible]

EXHIBIT 3 - HEALTH CARE RECEIVABLES

1 Name of Debtor	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 Over 90 Days	6 Nonadmitted	7 Admitted
AstraZeneca	16,376,270					16,376,270
0199998. Aggregate Pharmaceutical Rebate Receivables Not Individually Listed	52,972,320		2,399,508	10,844	10,844	55,371,828
0199999. Total Pharmaceutical Rebate Receivables	69,348,589	0	2,399,508	10,844	10,844	71,748,097
0299998. Aggregate Claim Overpayment Receivables Not Individually Listed	21,741			420,242	420,242	21,741
0299999. Total Claim Overpayment Receivables	21,741	0	0	420,242	420,242	21,741
0399998. Aggregate Loans and Advances to Providers Not Individually Listed						
0399999. Total Loans and Advances to Providers	0	0	0	0	0	0
0499998. Aggregate Capitation Arrangement Receivables Not Individually Listed						
0499999. Total Capitation Arrangement Receivables	0	0	0	0	0	0
0599998. Aggregate Risk Sharing Receivables Not Individually Listed						
0599999. Total Risk Sharing Receivables	0	0	0	0	0	0
0699998. Aggregate Other Receivables Not Individually Listed	1,859,698	741,948	791,733	4,409,836	3,948,819	3,854,397
0699999. Total Other Receivables	1,859,698	741,948	791,733	4,409,836	3,948,819	3,854,397
0799999 Gross health care receivables	71,230,028	741,948	3,191,241	4,840,922	4,379,905	75,624,235

EXHIBIT 4 - CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

Aging Analysis of Unpaid Claims						
1 Account	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 91 - 120 Days	6 Over 120 Days	7 Total
Claims Unpaid (Reported)						
Renaissance Physician Organization .....	121,252	76,599	140,777	36,195	2,033,672	2,408,494
WellMed Networks .....	255,937	141,787	62,401	342,343	789,299	1,591,767
Doctors Organize Care .....	83,115	87,985	80,484			251,585
Lower Valley Physician Alliance .....	148,983	62,107	(26,913)	(23,267)		160,910
Sadler .....					131,184	131,184
Gold Violin .....	84,947					84,947
Hubble Diagnostic Service payable .....	30,950	30,950				61,900
MedSolutions .....	18,963					18,963
0199999. Individually listed claims unpaid	744,146	399,429	256,749	355,271	2,954,155	4,709,751
0299999. Aggregate accounts not individually listed- uncovered						0
0399999. Aggregate accounts not individually listed-covered	57,409,870	547,471	533,311	286,708	418,619	59,195,980
0499999. Subtotals	58,154,016	946,901	790,061	641,979	3,372,774	63,905,731
0599999. Unreported claims and other claim reserves						102,959,662
0699999. Total amounts withheld						
0799999. Total claims unpaid						166,865,393
.....						
.....						
.....						
.....						
.....						
0899999 Accrued medical incentive pool and bonus amounts						10,554,670

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life &amp; Health Insurance Company, Inc.

## EXHIBIT 5 - AMOUNTS DUE FROM PARENT, SUBSIDIARIES AND AFFILIATES

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ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT 6 - AMOUNTS DUE TO PARENT, SUBSIDIARIES AND AFFILIATES

1 Affiliate	2 Description	3 Amount	4 Current	5 Non-Current
Bravo Health Mid Atlantic, Inc. ....	Part D and rebate reimbursements .....	903,654	903,654	
Bravo Health Mid Atlantic, Inc. ....	Miscellaneous Invoices .....	(202,378)	(202,378)	
Bravo Health Pennsylvania, Inc. ....	Part D and rebate reimbursements .....	5,938,904	5,938,904	
Bravo Health Pennsylvania, Inc. ....	Miscellaneous Invoices .....	5,862	5,862	
GulfQuest, LLC .....	Miscellaneous Invoices .....	29,288	29,288	
HealthSpring of Alabama, Inc. ....	Part D and rebate reimbursements .....	2,245,308	2,245,308	
HealthSpring of Florida, Inc. ....	Part D and rebate reimbursements .....	715,837	715,837	
HealthSpring of Illinois, Inc. ....	Part D and rebate reimbursements .....	505,845	505,845	
HealthSpring of Tennessee, Inc. ....	Part D and rebate reimbursements .....	4,061,070	4,061,070	
HealthSpring of Tennessee, Inc. ....	Miscellaneous Invoices .....	(116)	(116)	
HealthSpring, Inc. ....	Miscellaneous Invoices .....	452,839	452,839	
HealthSpring Management of America, LLC .....	Management Fees .....	20,988,703	20,988,703	
HealthSpring of North Mississippi .....	Part D and rebate reimbursements .....	43,928	43,928	
HealthSpring of Pensacola .....	Part D and rebate reimbursements .....	124,003	124,003	
HealthSpring of South Mississippi .....	Part D and rebate reimbursements .....	314,968	314,968	
0199999. Individually listed payables		36,127,715	36,127,715	0
0299999. Payables not individually listed		434	434	
.....	.....			
.....	.....			
.....	.....			
.....	.....			
0399999 Total gross payables		36,128,148	36,128,148	0

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT 7 PART 1- SUMMARY OF TRANSACTIONS WITH PROVIDERS

Payment Method	1 Direct Medical Expense Payment	2 Column 1 as a % of Total Payments	3 Total Members Covered	4 Column 3 as a % of Total Members	5 Column 1 Expenses Paid to Affiliated Providers	6 Column 1 Expenses Paid to Non-Affiliated Providers
Capitation Payments:						
1. Medical groups .....	195,846,372	11.8	49,451	6.7		195,846,372
2. Intermediaries .....	59,547,944	3.6	541,471	73.0		59,547,944
3. All other providers .....	0	0.0	0	0.0		
4. Total capitation payments .....	255,394,316	15.4	590,922	79.6	0	255,394,316
Other Payments:						
5. Fee-for-service .....	0	0.0	XXX	XXX		
6. Contractual fee payments .....	870,420,025	52.5	XXX	XXX		870,420,025
7. Bonus/withhold arrangements - fee-for-service .....	0	0.0	XXX	XXX		0
8. Bonus/withhold arrangements - contractual fee payments .....	10,920,737	0.7	XXX	XXX		10,920,737
9. Non-contingent salaries .....	0	0.0	XXX	XXX		
10. Aggregate cost arrangements .....	0	0.0	XXX	XXX		
11. All other payments .....	521,213,128	31.4	XXX	XXX		521,213,128
12. Total other payments .....	1,402,553,890	84.6	XXX	XXX	0	1,402,553,890
13. TOTAL (Line 4 plus Line 12)	1,657,948,206	100%	XXX	XXX	0	1,657,948,206

EXHIBIT 7 - PART 2 - SUMMARY OF TRANSACTIONS WITH INTERMEDIARIES

1 NAIC Code	2 Name of Intermediary	3 Capitation Paid	4 Average Monthly Capitation	5 Intermediary's Total Adjusted Capital	6 Intermediary's Authorized Control Level RBC
	Renaissance Physician Organization .....	171,819,323	14,318,277		
	Wellmed .....	37,030,445	3,085,870		
	Doctors Organize Care .....	10,583,093	881,924		
	Lower Valley Physician Alliance .....	9,411,032	784,253		
	StarDent/First Continental .....	5,884,769	490,397		
	Access2Care .....	4,459,085	371,590		
	MedSolutions .....	3,235,305	269,609		
	Block Vision .....	2,988,813	249,068		
	Hidalgo Offers Physician Excellence .....	2,155,533	179,628		
	Valley Integrated Physicians .....	1,866,209	155,517		
	Silver Sneakers .....	1,859,895	154,991		
	Sadler .....	1,798,603	149,884		
	Opticare .....	1,127,487	93,957		
	Integranet .....	484,956	40,413		
	Careington .....	253,505	21,125		
	Delta Dental .....	90,911	7,576		
	HMINet/MRSB .....	88,213	7,351		
	Healthways .....	84,113	7,009		
	Quest Diagnostics .....	55,490	4,624		
	Health Integrated .....	53,905	4,492		
	Trinity/Kingwood Huntsville Cleveland .....	52,450	4,371		
	Patient Phys Network .....	11,180	932		
9999999 Totals		255,394,315	XXX	XXX	XXX

EXHIBIT 8 - FURNITURE, EQUIPMENT AND SUPPLIES OWNED

		1	2	3	4	5	6
Description		Cost	Improvements	Accumulated Depreciation	Book Value Less Encumbrances	Assets Not Admitted	Net Admitted Assets
1.	Administrative furniture and equipment .....	NONE					
2.	Medical furniture, equipment and fixtures .....						
3.	Pharmaceuticals and surgical supplies .....						
4.	Durable medical equipment .....						
5.	Other property and equipment						
6.	Total						





ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Alabama		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		22,316							0		22,316
2. First Quarter .....		22,088									22,088
3. Second Quarter .....		21,579									21,579
4. Third Quarter .....		21,160									21,160
5. Current Year .....		20,765									20,765
6. Current Year Member Months		258,203									258,203
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		19,995,427									19,995,427
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		19,995,427									19,995,427
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		15,307,102									15,307,102
18. Amount Incurred for Provision of Health Care Services		16,008,661									16,008,661

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....19,995,427



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Alaska		2012							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	12902	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		2,653							0		2,653	
2. First Quarter .....		4,149									4,149	
3. Second Quarter .....		4,231									4,231	
4. Third Quarter .....		4,322									4,322	
5. Current Year .....		4,407									4,407	
6. Current Year Member Months		50,665									50,665	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		3,260,560									3,260,560	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		3,260,560									3,260,560	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		2,999,083									2,999,083	
18. Amount Incurred for Provision of Health Care Services		3,136,538									3,136,538	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....3,260,560



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Arizona		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		5,559							0		5,559
2. First Quarter .....		5,525									5,525
3. Second Quarter .....		5,717									5,717
4. Third Quarter .....		5,907									5,907
5. Current Year .....		6,102									6,102
6. Current Year Member Months		68,636									68,636
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		4,147,934									4,147,934
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		4,147,934									4,147,934
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		2,867,633									2,867,633
18. Amount Incurred for Provision of Health Care Services		2,999,063									2,999,063

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....4,147,934



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Arkansas		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		4,104							0		4,104	
2. First Quarter .....		4,994									4,994	
3. Second Quarter .....		5,147									5,147	
4. Third Quarter .....		5,281									5,281	
5. Current Year .....		5,364									5,364	
6. Current Year Member Months		61,597									61,597	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		4,288,359									4,288,359	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		4,288,359									4,288,359	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		2,908,471									2,908,471	
18. Amount Incurred for Provision of Health Care Services		3,041,773									3,041,773	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....4,288,359



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		California		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		177,842							0		177,842
2. First Quarter .....		22,380									22,380
3. Second Quarter .....		20,841									20,841
4. Third Quarter .....		20,187									20,187
5. Current Year .....		19,518									19,518
6. Current Year Member Months		253,396									253,396
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		21,103,760									21,103,760
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		21,103,760									21,103,760
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		18,582,015									18,582,015
18. Amount Incurred for Provision of Health Care Services		19,433,672									19,433,672

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....21,103,760



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Colorado		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		6,186							0		6,186	
2. First Quarter .....		1,966									1,966	
3. Second Quarter .....		1,909									1,909	
4. Third Quarter .....		1,890									1,890	
5. Current Year .....		1,882									1,882	
6. Current Year Member Months		22,954									22,954	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		1,891,906									1,891,906	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		1,891,906									1,891,906	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		1,674,607									1,674,607	
18. Amount Incurred for Provision of Health Care Services		1,751,358									1,751,358	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....1,891,906

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ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Connecticut		2012							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	12902	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		8,859							0		8,859	
2. First Quarter .....		8,473									8,473	
3. Second Quarter .....		8,248									8,248	
4. Third Quarter .....		8,085									8,085	
5. Current Year .....		7,894									7,894	
6. Current Year Member Months		98,739									98,739	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		8,490,006									8,490,006	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		8,490,006									8,490,006	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		8,252,898									8,252,898	
18. Amount Incurred for Provision of Health Care Services		8,631,147									8,631,147	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....8,490,006



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Delaware		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1.	Prior Year .....	1,869							0		1,869
2.	First Quarter .....	2,182									2,182
3.	Second Quarter .....	2,187									2,187
4.	Third Quarter .....	2,212									2,212
5.	Current Year .....	2,220									2,220
6.	Current Year Member Months	26,105									26,105
Total Member Ambulatory Encounters for Year:											
7.	Physician .....	0									
8.	Non-Physician .....	0									
9.	Total	0	0	0	0	0	0	0	0	0	0
10.	Hospital Patient Days Incurred	0									
11.	Number of Inpatient Admissions	0									
12.	Health Premiums Written (b) .....	2,086,772									2,086,772
13.	Life Premiums Direct	0									
14.	Property/Casualty Premiums Written .....	0									
15.	Health Premiums Earned .....	2,086,772									2,086,772
16.	Property/Casualty Premiums Earned	0									
17.	Amount Paid for Provision of Health Care Services .....	2,008,965									2,008,965
18.	Amount Incurred for Provision of Health Care Services	2,101,040									2,101,040

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....2,086,772





ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		District of Columbia		2012							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	12902	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		2,545							0		2,545	
2. First Quarter .....		2,986									2,986	
3. Second Quarter .....		3,036									3,036	
4. Third Quarter .....		3,073									3,073	
5. Current Year .....		3,057									3,057	
6. Current Year Member Months		36,104									36,104	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		2,973,067									2,973,067	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		2,973,067									2,973,067	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		2,712,114									2,712,114	
18. Amount Incurred for Provision of Health Care Services		2,836,416									2,836,416	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....2,973,067



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Florida		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		1,482							0		1,482	
2. First Quarter .....		1,926									1,926	
3. Second Quarter .....		2,002									2,002	
4. Third Quarter .....		2,022									2,022	
5. Current Year .....		2,030									2,030	
6. Current Year Member Months		23,497									23,497	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		2,448,136									2,448,136	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		2,448,136									2,448,136	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		2,243,007									2,243,007	
18. Amount Incurred for Provision of Health Care Services		2,345,809									2,345,809	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....2,448,136



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Georgia		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		12,070							1,209		10,861	
2. First Quarter .....		11,137							2,022		9,115	
3. Second Quarter .....		10,941							2,047		8,894	
4. Third Quarter .....		10,798							2,093		8,705	
5. Current Year .....		10,546							2,111		8,435	
6. Current Year Member Months		130,785							24,498		106,287	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		33,579							33,579			
8. Non-Physician .....		6,257							6,257			
9. Total .....		39,836	0	0	0	0	0	0	39,836	0	0	
10. Hospital Patient Days Incurred		3,157							3,157			
11. Number of Inpatient Admissions		487							487			
12. Health Premiums Written (b) .....		29,308,635							19,093,148		10,215,487	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		29,308,635							19,093,148		10,215,487	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		20,680,664							13,664,550		7,016,114	
18. Amount Incurred for Provision of Health Care Services		21,646,020							14,308,342		7,337,678	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....29,308,635



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Hawaii		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		4,356							0		4,356	
2. First Quarter .....		4,051									4,051	
3. Second Quarter .....		3,805									3,805	
4. Third Quarter .....		3,658									3,658	
5. Current Year .....		3,562									3,562	
6. Current Year Member Months		45,578									45,578	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		3,470,455									3,470,455	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		3,470,455									3,470,455	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		2,341,631									2,341,631	
18. Amount Incurred for Provision of Health Care Services		2,448,953									2,448,953	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....3,470,455



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Idaho		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1.	Prior Year .....	5,005							0		5,005	
2.	First Quarter .....	5,277									5,277	
3.	Second Quarter .....	5,266									5,266	
4.	Third Quarter .....	5,285									5,285	
5.	Current Year .....	5,295									5,295	
6.	Current Year Member Months	62,998									62,998	
Total Member Ambulatory Encounters for Year:												
7.	Physician .....	0										
8.	Non-Physician .....	0										
9.	Total	0	0	0	0	0	0	0	0	0	0	
10.	Hospital Patient Days Incurred	0										
11.	Number of Inpatient Admissions	0										
12.	Health Premiums Written (b) .....	5,646,156									5,646,156	
13.	Life Premiums Direct	0										
14.	Property/Casualty Premiums Written .....	0										
15.	Health Premiums Earned .....	5,646,156									5,646,156	
16.	Property/Casualty Premiums Earned	0										
17.	Amount Paid for Provision of Health Care Services .....	4,299,318									4,299,318	
18.	Amount Incurred for Provision of Health Care Services	4,496,366									4,496,366	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....5,646,156



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION      HealthSpring Life & Health Insurance Company, Inc.      2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Illinois		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1.	Prior Year .....	71,850							0		71,850
2.	First Quarter .....	77,311									77,311
3.	Second Quarter .....	76,809									76,809
4.	Third Quarter .....	76,597									76,597
5.	Current Year .....	76,132									76,132
6.	Current Year Member Months	922,008									922,008
Total Member Ambulatory Encounters for Year:											
7.	Physician .....	0									
8.	Non-Physician .....	0									
9.	Total	0	0	0	0	0	0	0	0	0	0
10.	Hospital Patient Days Incurred	0									
11.	Number of Inpatient Admissions	0									
12.	Health Premiums Written (b) .....	86,210,043									86,210,043
13.	Life Premiums Direct	0									
14.	Property/Casualty Premiums Written .....	0									
15.	Health Premiums Earned .....	86,210,043									86,210,043
16.	Property/Casualty Premiums Earned	0									
17.	Amount Paid for Provision of Health Care Services .....	64,884,013									64,884,013
18.	Amount Incurred for Provision of Health Care Services	67,857,796									67,857,796

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....86,210,043



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Indiana		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		13,890							0		13,890
2. First Quarter .....		13,523									13,523
3. Second Quarter .....		13,193									13,193
4. Third Quarter .....		12,985									12,985
5. Current Year .....		12,714									12,714
6. Current Year Member Months		158,025									158,025
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		16,370,226									16,370,226
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		16,370,226									16,370,226
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		13,136,298									13,136,298
18. Amount Incurred for Provision of Health Care Services		13,738,365									13,738,365

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....16,370,226



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Iowa		2012							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	12902	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		5,909							0		5,909	
2. First Quarter .....		1,515									1,515	
3. Second Quarter .....		1,487									1,487	
4. Third Quarter .....		1,458									1,458	
5. Current Year .....		1,435									1,435	
6. Current Year Member Months		17,513									17,513	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		1,730,506									1,730,506	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		1,730,506									1,730,506	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		1,187,421									1,187,421	
18. Amount Incurred for Provision of Health Care Services		1,241,843									1,241,843	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....1,730,506





ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Kansas		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1.	Prior Year .....	6,099							0		6,099
2.	First Quarter .....	7,493									7,493
3.	Second Quarter .....	7,562									7,562
4.	Third Quarter .....	7,656									7,656
5.	Current Year .....	7,637									7,637
6.	Current Year Member Months	90,518									90,518
Total Member Ambulatory Encounters for Year:											
7.	Physician .....	0									
8.	Non-Physician .....	0									
9.	Total	0	0	0	0	0	0	0	0	0	0
10.	Hospital Patient Days Incurred	0									
11.	Number of Inpatient Admissions	0									
12.	Health Premiums Written (b) .....	8,537,313									8,537,313
13.	Life Premiums Direct	0									
14.	Property/Casualty Premiums Written .....	0									
15.	Health Premiums Earned .....	8,537,313									8,537,313
16.	Property/Casualty Premiums Earned	0									
17.	Amount Paid for Provision of Health Care Services .....	6,033,677									6,033,677
18.	Amount Incurred for Provision of Health Care Services	6,310,214									6,310,214

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....8,537,313



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION      HealthSpring Life & Health Insurance Company, Inc.      2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Kentucky		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		13,134							0		13,134
2. First Quarter .....		13,007									13,007
3. Second Quarter .....		12,847									12,847
4. Third Quarter .....		12,721									12,721
5. Current Year .....		12,548									12,548
6. Current Year Member Months		153,665									153,665
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		14,819,776									14,819,776
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		14,819,776									14,819,776
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		10,079,904									10,079,904
18. Amount Incurred for Provision of Health Care Services		10,541,889									10,541,889

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....14,819,776



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Louisiana		2012							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	12902	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		18,597							0		18,597	
2. First Quarter .....		18,430									18,430	
3. Second Quarter .....		18,551									18,551	
4. Third Quarter .....		18,649									18,649	
5. Current Year .....		18,610									18,610	
6. Current Year Member Months		222,084									222,084	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		20,756,625									20,756,625	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		20,756,625									20,756,625	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		15,244,602									15,244,602	
18. Amount Incurred for Provision of Health Care Services		15,943,297									15,943,297	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....20,756,625



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Maine		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		969							0		969
2. First Quarter .....		949									949
3. Second Quarter .....		937									937
4. Third Quarter .....		922									922
5. Current Year .....		920									920
6. Current Year Member Months		11,034									11,034
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		901,351									901,351
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		901,351									901,351
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		528,473									528,473
18. Amount Incurred for Provision of Health Care Services		552,694									552,694

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....901,351



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Maryland		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		10,876							0		10,876
2. First Quarter .....		12,321									12,321
3. Second Quarter .....		12,473									12,473
4. Third Quarter .....		12,559									12,559
5. Current Year .....		12,650									12,650
6. Current Year Member Months		149,407									149,407
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		14,523,387									14,523,387
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		14,523,387									14,523,387
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		10,219,055									10,219,055
18. Amount Incurred for Provision of Health Care Services		10,687,418									10,687,418

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....14,523,387



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Massachusetts		2012							NAIC Company Code
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		23,508							0		23,508
2. First Quarter .....		22,576									22,576
3. Second Quarter .....		22,071									22,071
4. Third Quarter .....		21,707									21,707
5. Current Year .....		21,244									21,244
6. Current Year Member Months		264,452									264,452
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		26,647,755									26,647,755
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		26,647,755									26,647,755
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		18,028,203									18,028,203
18. Amount Incurred for Provision of Health Care Services		18,854,477									18,854,477

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....26,647,755



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Michigan		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		47,486							0		47,486	
2. First Quarter .....		45,791									45,791	
3. Second Quarter .....		44,856									44,856	
4. Third Quarter .....		44,043									44,043	
5. Current Year .....		43,143									43,143	
6. Current Year Member Months		537,056									537,056	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		53,956,852									53,956,852	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		53,956,852									53,956,852	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		37,342,007									37,342,007	
18. Amount Incurred for Provision of Health Care Services		39,053,478									39,053,478	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....53,956,852



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Minnesota		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		7,343							0		7,343	
2. First Quarter .....		1,729									1,729	
3. Second Quarter .....		1,688									1,688	
4. Third Quarter .....		1,696									1,696	
5. Current Year .....		1,669									1,669	
6. Current Year Member Months		20,213									20,213	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		2,019,493									2,019,493	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		2,019,493									2,019,493	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		1,504,488									1,504,488	
18. Amount Incurred for Provision of Health Care Services		1,573,442									1,573,442	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....2,019,493





ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Mississippi		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		18,043							0		18,043
2. First Quarter .....		18,176									18,176
3. Second Quarter .....		17,811									17,811
4. Third Quarter .....		17,458									17,458
5. Current Year .....		17,140									17,140
6. Current Year Member Months		212,668									212,668
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		19,361,140									19,361,140
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		19,361,140									19,361,140
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		12,753,164									12,753,164
18. Amount Incurred for Provision of Health Care Services		13,337,671									13,337,671

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....19,361,140



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Missouri		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		3,045							0		3,045
2. First Quarter .....		4,980									4,980
3. Second Quarter .....		5,913									5,913
4. Third Quarter .....		6,782									6,782
5. Current Year .....		7,252									7,252
6. Current Year Member Months		71,156									71,156
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		6,630,585									6,630,585
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		6,630,585									6,630,585
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		5,302,348									5,302,348
18. Amount Incurred for Provision of Health Care Services		5,545,367									5,545,367

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....6,630,585



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Montana		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1.	Prior Year .....	1,915							0		1,915
2.	First Quarter .....	556									556
3.	Second Quarter .....	547									547
4.	Third Quarter .....	557									557
5.	Current Year .....	560									560
6.	Current Year Member Months	6,414									6,414
Total Member Ambulatory Encounters for Year:											
7.	Physician .....	0									
8.	Non-Physician .....	0									
9.	Total	0	0	0	0	0	0	0	0	0	0
10.	Hospital Patient Days Incurred	0									
11.	Number of Inpatient Admissions	0									
12.	Health Premiums Written (b) .....	612,806									612,806
13.	Life Premiums Direct	0									
14.	Property/Casualty Premiums Written .....	0									
15.	Health Premiums Earned .....	612,806									612,806
16.	Property/Casualty Premiums Earned	0									
17.	Amount Paid for Provision of Health Care Services .....	472,060									472,060
18.	Amount Incurred for Provision of Health Care Services	493,696									493,696

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....612,806



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Nebraska		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		3,406							0		3,406	
2. First Quarter .....		928									928	
3. Second Quarter .....		908									908	
4. Third Quarter .....		898									898	
5. Current Year .....		884									884	
6. Current Year Member Months		10,698									10,698	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		1,000,655									1,000,655	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		1,000,655									1,000,655	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		831,843									831,843	
18. Amount Incurred for Provision of Health Care Services		869,969									869,969	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....1,000,655



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Nevada		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1.	Prior Year .....	12,291							0		12,291
2.	First Quarter .....	2,616									2,616
3.	Second Quarter .....	2,486									2,486
4.	Third Quarter .....	2,410									2,410
5.	Current Year .....	2,359									2,359
6.	Current Year Member Months	29,939									29,939
Total Member Ambulatory Encounters for Year:											
7.	Physician .....	0									
8.	Non-Physician .....	0									
9.	Total	0	0	0	0	0	0	0	0	0	0
10.	Hospital Patient Days Incurred	0									
11.	Number of Inpatient Admissions	0									
12.	Health Premiums Written (b) .....	2,687,930									2,687,930
13.	Life Premiums Direct	0									
14.	Property/Casualty Premiums Written .....	0									
15.	Health Premiums Earned .....	2,687,930									2,687,930
16.	Property/Casualty Premiums Earned	0									
17.	Amount Paid for Provision of Health Care Services .....	1,804,109									1,804,109
18.	Amount Incurred for Provision of Health Care Services	1,886,795									1,886,795

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....2,687,930



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		New Hampshire		2012							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	12902	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		1,236							0		1,236	
2. First Quarter .....		1,289									1,289	
3. Second Quarter .....		1,276									1,276	
4. Third Quarter .....		1,270									1,270	
5. Current Year .....		1,256									1,256	
6. Current Year Member Months		15,068									15,068	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		1,309,806									1,309,806	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		1,309,806									1,309,806	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		938,628									938,628	
18. Amount Incurred for Provision of Health Care Services		981,648									981,648	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....1,309,806



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		New Jersey		2012							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	12902	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		1,596							0		1,596	
2. First Quarter .....		1,724									1,724	
3. Second Quarter .....		1,758									1,758	
4. Third Quarter .....		1,825									1,825	
5. Current Year .....		1,831									1,831	
6. Current Year Member Months		21,021									21,021	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		2,164,376									2,164,376	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		2,164,376									2,164,376	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		1,695,232									1,695,232	
18. Amount Incurred for Provision of Health Care Services		1,772,928									1,772,928	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....2,164,376



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		New Mexico		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		622							0		622	
2. First Quarter .....		422									422	
3. Second Quarter .....		409									409	
4. Third Quarter .....		404									404	
5. Current Year .....		402									402	
6. Current Year Member Months		4,744									4,744	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		429,696									429,696	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		429,696									429,696	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		240,260									240,260	
18. Amount Incurred for Provision of Health Care Services		251,272									251,272	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....429,696





ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		New York		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		66,738							0		66,738
2. First Quarter .....		63,351									63,351
3. Second Quarter .....		61,391									61,391
4. Third Quarter .....		59,719									59,719
5. Current Year .....		58,146									58,146
6. Current Year Member Months		734,794									734,794
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		75,939,776									75,939,776
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		75,939,776									75,939,776
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		55,866,750									55,866,750
18. Amount Incurred for Provision of Health Care Services		58,427,251									58,427,251

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....75,939,776



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION      HealthSpring Life & Health Insurance Company, Inc.      2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		North Carolina		2012							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	12902	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		3,748							0		3,748	
2. First Quarter .....		2,115									2,115	
3. Second Quarter .....		2,065									2,065	
4. Third Quarter .....		2,059									2,059	
5. Current Year .....		2,074									2,074	
6. Current Year Member Months		24,946									24,946	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		2,635,245									2,635,245	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		2,635,245									2,635,245	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		1,819,353									1,819,353	
18. Amount Incurred for Provision of Health Care Services		1,902,738									1,902,738	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....2,635,245



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		North Dakota		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		1,095							0		1,095
2. First Quarter .....		477									477
3. Second Quarter .....		474									474
4. Third Quarter .....		468									468
5. Current Year .....		460									460
6. Current Year Member Months		5,436									5,436
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		524,820									524,820
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		524,820									524,820
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		340,139									340,139
18. Amount Incurred for Provision of Health Care Services		355,728									355,728

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....524,820



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Ohio		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		4,816							0		4,816
2. First Quarter .....		5,536									5,536
3. Second Quarter .....		5,555									5,555
4. Third Quarter .....		5,553									5,553
5. Current Year .....		5,532									5,532
6. Current Year Member Months		66,277									66,277
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		6,826,747									6,826,747
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		6,826,747									6,826,747
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		5,871,715									5,871,715
18. Amount Incurred for Provision of Health Care Services		6,140,830									6,140,830

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....6,826,747



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Oklahoma		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		17,060							0		17,060
2. First Quarter .....		16,766									16,766
3. Second Quarter .....		16,489									16,489
4. Third Quarter .....		16,251									16,251
5. Current Year .....		15,957									15,957
6. Current Year Member Months		197,131									197,131
Total Member Ambulatory Encounters for Year:											
7 Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		18,037,076									18,037,076
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		18,037,076									18,037,076
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		12,592,621									12,592,621
18 Amount Incurred for Provision of Health Care Services		13,169,770									13,169,770

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....18,037,076



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Oregon		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1.	Prior Year .....	7,284							0		7,284	
2.	First Quarter .....	8,518									8,518	
3.	Second Quarter .....	8,568									8,568	
4.	Third Quarter .....	8,504									8,504	
5.	Current Year .....	8,625									8,625	
6.	Current Year Member Months	102,124									102,124	
Total Member Ambulatory Encounters for Year:												
7.	Physician .....	0										
8.	Non-Physician .....	0										
9.	Total	0	0	0	0	0	0	0	0	0	0	
10.	Hospital Patient Days Incurred	0										
11.	Number of Inpatient Admissions	0										
12.	Health Premiums Written (b) .....	8,749,116									8,749,116	
13.	Life Premiums Direct	0										
14.	Property/Casualty Premiums Written .....	0										
15.	Health Premiums Earned .....	8,749,116									8,749,116	
16.	Property/Casualty Premiums Earned	0										
17.	Amount Paid for Provision of Health Care Services .....	5,222,778									5,222,778	
18.	Amount Incurred for Provision of Health Care Services	5,462,150									5,462,150	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....8,749,116



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Pennsylvania		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		18,605							0		18,605
2. First Quarter .....		17,222									17,222
3. Second Quarter .....		16,639									16,639
4. Third Quarter .....		16,249									16,249
5. Current Year .....		15,876									15,876
6. Current Year Member Months		199,810									199,810
Total Member Ambulatory Encounters for Year:											
7 Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		19,234,393									19,234,393
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		19,234,393									19,234,393
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		13,590,003									13,590,003
18 Amount Incurred for Provision of Health Care Services		14,212,864									14,212,864

(a) For health business: number of persons insured under PPO managed care products and number of persons insured under indemnity only products .  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 19,234,393



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Rhode Island		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		3,515							0		3,515	
2. First Quarter .....		3,415									3,415	
3. Second Quarter .....		3,373									3,373	
4. Third Quarter .....		3,312									3,312	
5. Current Year .....		3,244									3,244	
6. Current Year Member Months		40,036									40,036	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		3,999,759									3,999,759	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		3,999,759									3,999,759	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		2,989,235									2,989,235	
18. Amount Incurred for Provision of Health Care Services		3,126,239									3,126,239	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....3,999,759





ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION      HealthSpring Life & Health Insurance Company, Inc.      2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		South Carolina		2012							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	12902	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		14,894							0		14,894	
2. First Quarter .....		14,362									14,362	
3. Second Quarter .....		13,989									13,989	
4. Third Quarter .....		13,674									13,674	
5. Current Year .....		13,371									13,371	
6. Current Year Member Months		167,316									167,316	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		16,936,988									16,936,988	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		16,936,988									16,936,988	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		11,590,686									11,590,686	
18. Amount Incurred for Provision of Health Care Services		12,121,914									12,121,914	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....16,936,988



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		South Dakota		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		1,480							0		1,480	
2. First Quarter .....		496									496	
3. Second Quarter .....		480									480	
4. Third Quarter .....		466									466	
5. Current Year .....		456									456	
6. Current Year Member Months		5,557									5,557	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		520,760									520,760	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		520,760									520,760	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		320,015									320,015	
18. Amount Incurred for Provision of Health Care Services		334,682									334,682	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....520,760



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Tennessee		2012							NAIC Company Code
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	12902
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		33,992							0		33,992
2. First Quarter .....		32,555									32,555
3. Second Quarter .....		31,583									31,583
4. Third Quarter .....		30,666									30,666
5. Current Year .....		29,832									29,832
6. Current Year Member Months		377,381									377,381
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		37,135,708									37,135,708
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		37,135,708									37,135,708
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		26,649,052									26,649,052
18. Amount Incurred for Provision of Health Care Services		27,870,440									27,870,440

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....37,135,708



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION      HealthSpring Life & Health Insurance Company, Inc.      2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Texas		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		186,307							84,889	2,851	98,567	
2. First Quarter .....		205,718							91,712	20,445	93,561	
3. Second Quarter .....		203,475							92,627	19,754	91,094	
4. Third Quarter .....		204,207							93,964	21,391	88,852	
5. Current Year .....		204,496							94,740	23,113	86,643	
6. Current Year Member Months		2,428,821							1,112,660	215,627	1,100,534	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		2,167,960							1,802,322	365,638		
8. Non-Physician .....		616,209							416,874	199,335		
9. Total .....		2,784,169	0	0	0	0	0	0	2,219,196	564,973	0	
10. Hospital Patient Days Incurred		141,526							131,570	9,956		
11. Number of Inpatient Admissions		24,805							22,711	2,094		
12. Health Premiums Written (b) .....		1,527,106,924							1,217,495,525	208,756,101	100,855,298	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		1,527,106,924							1,217,495,525	208,756,101	100,855,298	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		1,189,847,379							948,976,555	171,864,733	69,006,091	
18. Amount Incurred for Provision of Health Care Services		1,221,010,342							954,408,351	194,433,192	72,168,799	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....1,527,106,925



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Utah		2012							NAIC Company Code	
		Comprehensive (Hospital & Medical)									12902	
		1	2	3	4	5	6	7	8	9	10	
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		4,787							0		4,787	
2. First Quarter .....		4,854									4,854	
3. Second Quarter .....		4,821									4,821	
4. Third Quarter .....		4,834									4,834	
5. Current Year .....		4,837									4,837	
6. Current Year Member Months		57,801									57,801	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		5,270,064									5,270,064	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		5,270,064									5,270,064	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		3,685,787									3,685,787	
18. Amount Incurred for Provision of Health Care Services		3,854,715									3,854,715	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....5,270,064



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION      HealthSpring Life & Health Insurance Company, Inc.      2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Vermont		2012							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	12902	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		2,238							0		2,238	
2. First Quarter .....		2,172									2,172	
3. Second Quarter .....		2,139									2,139	
4. Third Quarter .....		2,112									2,112	
5. Current Year .....		2,083									2,083	
6. Current Year Member Months		25,432									25,432	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		2,255,860									2,255,860	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		2,255,860									2,255,860	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		1,609,388									1,609,388	
18. Amount Incurred for Provision of Health Care Services		1,683,150									1,683,150	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....2,255,860



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION      HealthSpring Life & Health Insurance Company, Inc.      2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Virginia		2012							NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	12902	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		18,918							0		18,918	
2. First Quarter .....		3,383									3,383	
3. Second Quarter .....		3,384									3,384	
4. Third Quarter .....		3,335									3,335	
5. Current Year .....		3,303									3,303	
6. Current Year Member Months		40,172									40,172	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		3,748,318									3,748,318	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		3,748,318									3,748,318	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		2,758,139									2,758,139	
18. Amount Incurred for Provision of Health Care Services		2,884,551									2,884,551	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....3,748,318



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Washington		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		16,963							0		16,963
2. First Quarter .....		19,570									19,570
3. Second Quarter .....		19,493									19,493
4. Third Quarter .....		19,519									19,519
5. Current Year .....		19,509									19,509
6. Current Year Member Months		233,920									233,920
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		20,599,476									20,599,476
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		20,599,476									20,599,476
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		13,490,252									13,490,252
18. Amount Incurred for Provision of Health Care Services		14,108,541									14,108,541

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....20,599,476





ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		West Virginia		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		4,493							0		4,493
2. First Quarter .....		5,062							351		4,711
3. Second Quarter .....		5,043							386		4,657
4. Third Quarter .....		5,053							423		4,630
5. Current Year .....		5,092							475		4,617
6. Current Year Member Months		60,454							4,754		55,700
Total Member Ambulatory Encounters for Year:											
7. Physician .....		5,569							5,569		
8. Non-Physician .....		1,450							1,450		
9. Total .....		7,019	0	0	0	0	0	0	7,019	0	0
10. Hospital Patient Days Incurred		567							567		
11. Number of Inpatient Admissions		102							102		
12. Health Premiums Written (b) .....		8,204,294							3,317,393		4,886,901
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		8,204,294							3,317,393		4,886,901
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		5,535,915							2,229,229		3,306,686
18. Amount Incurred for Provision of Health Care Services		6,302,995							2,844,756		3,458,239

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....8,204,293



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Wisconsin		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		17,969							0		17,969
2. First Quarter .....		16,684									16,684
3. Second Quarter .....		16,268									16,268
4. Third Quarter .....		15,892									15,892
5. Current Year .....		15,554									15,554
6. Current Year Member Months		194,567									194,567
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		19,865,489									19,865,489
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		19,865,489									19,865,489
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		14,811,252									14,811,252
18. Amount Incurred for Provision of Health Care Services		15,490,086									15,490,086

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....19,865,489



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Wyoming		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		867							0		867	
2. First Quarter .....		268									268	
3. Second Quarter .....		255									255	
4. Third Quarter .....		260									260	
5. Current Year .....		261									261	
6. Current Year Member Months		2,915									2,915	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		258,448									258,448	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		258,448									258,448	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		178,275									178,275	
18. Amount Incurred for Provision of Health Care Services		186,446									186,446	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....258,448



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		American Samoa		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		34							0		34	
2. First Quarter .....		0										
3. Second Quarter .....		0										
4. Third Quarter .....		0										
5. Current Year		0										
6. Current Year Member Months		0										
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		0										
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		0										
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		0										
18. Amount Incurred for Provision of Health Care Services		0										

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)	
3477		Guam		2012							NAIC Company Code 12902	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10	
			2	3								
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other	
Total Members at end of:												
1. Prior Year .....		7							0		7	
2. First Quarter .....		10									10	
3. Second Quarter .....		7									7	
4. Third Quarter .....		9									9	
5. Current Year		8									8	
6. Current Year Member Months		106									106	
Total Member Ambulatory Encounters for Year:												
7. Physician .....		0										
8. Non-Physician .....		0										
9. Total		0	0	0	0	0	0	0	0	0	0	
10. Hospital Patient Days Incurred		0										
11. Number of Inpatient Admissions		0										
12. Health Premiums Written (b) .....		6,471									6,471	
13. Life Premiums Direct		0										
14. Property/Casualty Premiums Written .....		0										
15. Health Premiums Earned .....		6,471									6,471	
16. Property/Casualty Premiums Earned		0										
17. Amount Paid for Provision of Health Care Services .....		19									19	
18. Amount Incurred for Provision of Health Care Services		19									19	

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....6,471



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		DURING THE YEAR							(LOCATION)
3477		Puerto Rico		2012							NAIC Company Code 12902
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
			2	3							
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:											
1. Prior Year .....		91							0		91
2. First Quarter .....		155									155
3. Second Quarter .....		149									149
4. Third Quarter .....		154									154
5. Current Year		164									164
6. Current Year Member Months		1,870									1,870
Total Member Ambulatory Encounters for Year:											
7. Physician .....		0									
8. Non-Physician .....		0									
9. Total		0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred		0									
11. Number of Inpatient Admissions		0									
12. Health Premiums Written (b) .....		143,336									143,336
13. Life Premiums Direct		0									
14. Property/Casualty Premiums Written .....		0									
15. Health Premiums Earned .....		143,336									143,336
16. Property/Casualty Premiums Earned		0									
17. Amount Paid for Provision of Health Care Services .....		75,053									75,053
18. Amount Incurred for Provision of Health Care Services		78,492									78,492

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....143,336



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		BUSINESS IN THE STATE OF		U.S. Virgin Islands		DURING THE YEAR		2012		(LOCATION)	
3477										NAIC Company Code	
		1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		Total	2	3	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
			Individual	Group							
Total Members at end of:											
1. Prior Year	.....	5							0		5
2. First Quarter	.....	10									10
3. Second Quarter	.....	6									6
4. Third Quarter	.....	5									5
5. Current Year	.....	5									5
6. Current Year Member Months	.....	81									81
Total Member Ambulatory Encounters for Year:											
7. Physician	.....	0									
8. Non-Physician	.....	0									
9. Total	.....	0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred	.....	0									
11. Number of Inpatient Admissions	.....	0									
12. Health Premiums Written (b)	.....	6,453									6,453
13. Life Premiums Direct	.....	0									
14. Property/Casualty Premiums Written	.....	0									
15. Health Premiums Earned	.....	6,453									6,453
16. Property/Casualty Premiums Earned	.....	0									
17. Amount Paid for Provision of Health Care Services	.....	1,107									1,107
18. Amount Incurred for Provision of Health Care Services	.....	1,158									1,158

(a) For health business: number of persons insured under PPO managed care products ..... and number of persons insured under indemnity only products .....  
(b) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....6,453



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION (a)

REPORT FOR: 1. CORPORATION HealthSpring Life & Health Insurance Company, Inc. 2. Houston, TX

NAIC Group Code		3477		BUSINESS IN THE STATE OF		Grand Total		DURING THE YEAR		2012		(LOCATION)		NAIC Company Code		12902					
		1		Comprehensive (Hospital & Medical)		4		5		6		7		8		9		10			
				2		3															
		Total		Individual		Group		Medicare Supplement		Vision Only		Dental Only		Federal Employees Health Benefit Plan		Title XVIII Medicare		Title XIX Medicaid		Other	
Total Members at end of:																					
1. Prior Year .....		942,567		0		0		0		0		0		0		86,098		2,851		853,618	
2. First Quarter .....		765,169		0		0		0		0		0		0		94,085		20,445		650,639	
3. Second Quarter .....		754,137		0		0		0		0		0		0		95,060		19,754		639,323	
4. Third Quarter .....		748,778		0		0		0		0		0		0		96,480		21,391		630,907	
5. Current Year		741,913		0		0		0		0		0		0		97,326		23,113		621,474	
6. Current Year Member Months		9,023,887		0		0		0		0		0		0		1,141,912		215,627		7,666,348	
Total Member Ambulatory Encounters for Year:																					
7. Physician .....		2,207,108		0		0		0		0		0		0		1,841,470		365,638		0	
8. Non-Physician .....		623,916		0		0		0		0		0		0		424,581		199,335		0	
9. Total		2,831,024		0		0		0		0		0		0		2,266,051		564,973		0	
10. Hospital Patient Days Incurred		145,250		0		0		0		0		0		0		135,294		9,956		0	
11. Number of Inpatient Admissions		25,394		0		0		0		0		0		0		23,300		2,094		0	
12. Health Premiums Written (b) .....		2,167,787,015		0		0		0		0		0		0		1,239,906,066		208,756,101		719,124,848	
13. Life Premiums Direct		0		0		0		0		0		0		0		0		0		0	
14. Property/Casualty Premiums Written .....		0		0		0		0		0		0		0		0		0		0	
15. Health Premiums Earned .....		2,167,787,015		0		0		0		0		0		0		1,239,906,066		208,756,101		719,124,848	
16. Property/Casualty Premiums Earned		0		0		0		0		0		0		0		0		0		0	
17. Amount Paid for Provision of Health Care Services .....		1,657,948,205		0		0		0		0		0		0		964,870,334		171,864,733		521,213,138	
18. Amount Incurred for Provision of Health Care Services		1,711,096,176		0		0		0		0		0		0		971,561,449		194,433,192		545,101,535	



Schedule S - Part 1 - Section 2  
**N O N E**

Schedule S - Part 2  
**N O N E**

Schedule S - Part 3 - Section 2  
**N O N E**

Schedule S - Part 4  
**N O N E**

Schedule S - Part 4 - Bank Footnote  
**N O N E**

Schedule S - Part 5  
**N O N E**

Schedule S - Part 5 - Bank Footnote  
**N O N E**

Schedule S - Part 6  
**N O N E**

Schedule S - Part 7  
**N O N E**

SCHEDULE T - PART 2  
INTERSTATE COMPACT - EXHIBIT OF PREMIUMS WRITTEN

Allocated by States and Territories

		Direct Business Only					
		1	2	3	4	5	6
States, Etc.		Life (Group and Individual)	Annuities (Group and Individual)	Disability Income (Group and Individual)	Long-Term Care (Group and Individual)	Deposit-Type Contracts	Totals
1.	Alabama .....	AL					
2.	Alaska .....	AK					
3.	Arizona .....	AZ					
4.	Arkansas .....	AR					
5.	California .....	CA					
6.	Colorado .....	CO					
7.	Connecticut .....	CT					
8.	Delaware .....	DE					
9.	District of Columbia .....	DC					
10.	Florida .....	FL					
11.	Georgia .....	GA					
12.	Hawaii .....	HI					
13.	Idaho .....	ID					
14.	Illinois .....	IL					
15.	Indiana .....	IN					
16.	Iowa .....	IA					
17.	Kansas .....	KS					
18.	Kentucky .....	KY					
19.	Louisiana .....	LA					
20.	Maine .....	ME					
21.	Maryland .....	MD					
22.	Massachusetts .....	MA					
23.	Michigan .....	MI					
24.	Minnesota .....	MN					
25.	Mississippi .....	MS					
26.	Missouri .....	MO					
27.	Montana .....	MT					
28.	Nebraska .....	NE					
29.	Nevada .....	NV					
30.	New Hampshire .....	NH					
31.	New Jersey .....	NJ					
32.	New Mexico .....	NM					
33.	New York .....	NY					
34.	North Carolina .....	NC					
35.	North Dakota .....	ND					
36.	Ohio .....	OH					
37.	Oklahoma .....	OK					
38.	Oregon .....	OR					
39.	Pennsylvania .....	PA					
40.	Rhode Island .....	RI					
41.	South Carolina .....	SC					
42.	South Dakota .....	SD					
43.	Tennessee .....	TN					
44.	Texas .....	TX					
45.	Utah .....	UT					
46.	Vermont .....	VT					
47.	Virginia .....	VA					
48.	Washington .....	WA					
49.	West Virginia .....	WV					
50.	Wisconsin .....	WI					
51.	Wyoming .....	WY					
52.	American Samoa .....	AS					
53.	Guam .....	GU					
54.	Puerto Rico .....	PR					
55.	U.S. Virgin Islands .....	VI					
56.	Northern Mariana Islands .....	MP					
57.	Canada .....	CAN					
58.	Aggregate Other Alien .....	OT					
59.	Total						

NONE

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
.0901	Cigna Group		06-1059331	1591167	0000701221	US	Cigna Corporation	DE	UIP	Cigna Corporation	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		06-1072796	1591167	0000701221		Cigna Holdings, Inc.	DE	UIP	Cigna Corporation	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		51-0402128	1591167	0000701221		Cigna Intellectual Property, Inc.	DE	NIA	Cigna Holdings, Inc.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		06-1095823	1591167	0000701221		Cigna Investment Group, Inc.	DE	NIA	Cigna Holdings, Inc.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		52-0291385	1591167	0000701221		Cigna International Finance, Inc.	DE	NIA	Cigna Investment Group, Inc.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		23-1914061	1591167	0000701221		Former Cigna Investments, Inc	DE	NIA	Cigna Investment Group, Inc.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		06-0861092	1591167	0000701221		Cigna Investments, Inc.	DE	NIA	Cigna Investment Group, Inc.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		06-1336442	1591167	0000701221		Cigna Mezzanine Partners III, L.P.	DE	NIA	Cigna Investments, Inc.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		06-1207641	1591167	0000701221		Cottage Grove Real Estate, Inc.	DE	NIA	Cigna Investment Group, Inc.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		06-1336442	1591167	0000701221		Cigna Mezzanine Partners III, Inc.	DE	NIA	Cigna Mezzanine Partners III, Inc.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		01-0947889	1591167	0000701221		Cigna Benefits Financing, Inc.	DE	NIA	Cigna Investments, Inc.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		06-0840391	1591167	0000701221		Connecticut General Corporation	CT	UIP	Cigna Holdings, Inc.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		81-0585518	1591167	0000701221		Benefit Management Corp.	MT	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
							Allegiance Life & Health Insurance Company							
.0901	Cigna Group	12814	20-4433475	1591167	0000701221		Allegiance Re, Inc.	MT	IA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		20-3851464	1591167	0000701221		Allegiance Benefit Plan Management, Inc.	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		81-0400550	1591167	0000701221		Allegiance COBRA Services, Inc.	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		71-0916514	1591167	0000701221		Allegiance Provider Direct, LLC	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		00-0000000	1591167	0000701221		Community Health Network, LLC	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		81-0425785	1591167	0000701221		Intermountain Underwriters, Inc.	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		00-0000000	1591167	0000701221		Star Point, LLC	MT	NIA	Benefit Management Corp.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		20-1821898	1591167	0000701221		HealthSpring, Inc.	DE	UIP	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		76-0628370	1591167	0000701221		NewQuest, LLC	TX	UDP	HealthSpring, Inc.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		52-1929677	1591167	0000701221		Bravo Health, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group	10095	52-2259087	1591167	0000701221		Bravo Health Mid-Atlantic, Inc.	MD	IA	Bravo Health, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group	11254	52-2363406	1591167	0000701221		Bravo Health Pennsylvania, Inc.	PA	IA	Bravo Health, LLC	Ownership	100.000	Cigna Corporation	
							HealthSpring Life & Health Insurance Company, Inc.	TX		NewQuest, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group	12902	20-8534298	1591167	0000701221		HealthSpring of Alabama, Inc.	AL	IA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group	95781	63-0925225	1591167	0000701221		HealthSpring of Florida, Inc.	FL	IA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group	11532	65-1129599	1591167	0000701221		NewQuest Management of Illinois, LLC	IL	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		77-0632665	1591167	0000701221		NewQuest Management of Florida, LLC	FL	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		20-4954206	1591167	0000701221		HealthSpring Management of America, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		20-8647386	1591167	0000701221		HealthSpring Financial Services, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		45-2043106	1591167	0000701221		NewQuest Management of West Virginia, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		45-0633893	1591167	0000701221		TexQuest, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		75-3108527	1591167	0000701221		HouQuest, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		75-3108521	1591167	0000701221		GulfQuest, LP	TX	NIA	HouQuest, LLC	Ownership	99.000	Cigna Corporation	
.0901	Cigna Group		76-0657035	1591167	0000701221		NewQuest Management of Alabama, LLC	AL	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		33-1033586	1591167	0000701221		HealthSpring USA, LLC	TN	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		72-1559530	1591167	0000701221		HealthSpring Management, Inc.	TN	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		62-1540621	1591167	0000701221		HealthSpring of Tennessee, Inc.	TN	IA	HealthSpring Management, Inc.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group	11522	62-1593150	1591167	0000701221		Tennessee Quest, LLC	TN	NIA	HealthSpring Management, Inc.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		20-5524622	1591167	0000701221		HealthSpring Pharmacy Services, LLC	DE	NIA	NewQuest, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		26-2353476	1591167	0000701221		HealthSpring Pharmacy of Tennessee, LLC	DE	NIA	HealthSpring Pharmacy Services, LLC	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		26-2353772	1591167	0000701221		Cigna Arbor Life Insurance Company	CT	IA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group	13733	03-0452349	1591167	0000701221		Cigna Behavioral Health, Inc.	MN	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
			41-1648670	1591167	0000701221		Cigna Behavioral Health of California, Inc.	CA	IA	Cigna Behavioral Health, Inc.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		94-3107309	1591167	0000701221		Cigna Behavioral Health of Texas, Inc.	TX	NIA	Cigna Behavioral Health, Inc.	Ownership	100.000	Cigna Corporation	
.0901	Cigna Group		75-2751090	1591167	0000701221									

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

SCHEDULE Y  
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Perce-ntage	Ultimate Controlling Entity(ies)/Person(s)	*
0901	Cigna Group		06-1346406	1591167	0000701221		MCC Independent Practice Association of New York, Inc.	NY	NIA	Cigna Behavioral Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		59-2308055	1591167	0000701221		Cigna Dental Health, Inc.	FL	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		59-2600475	1591167	0000701221		Cigna Dental Health Of California, Inc.	CA	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	11175	59-2675861	1591167	0000701221		Cigna Dental Health Of Colorado, Inc.	CO	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95380	59-2676987	1591167	0000701221		Cigna Dental Health Of Delaware, Inc.	DE	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	52021	59-1611217	1591167	0000701221		Cigna Dental Health Of Florida, Inc.	FL	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1351097	1591167	0000701221		Cigna Dental Health of Illinois, Inc.	IL	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	52024	59-2625350	1591167	0000701221		Cigna Dental Health Of Kansas, Inc.	KS	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	52108	59-2619589	1591167	0000701221		Cigna Dental Health Of Kentucky, Inc.	KY	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	11160	06-1582068	1591167	0000701221		Cigna Dental Health Of Missouri, Inc.	MO	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	11167	59-2308062	1591167	0000701221		Cigna Dental Health Of New Jersey, Inc.	NJ	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95179	56-1803464	1591167	0000701221		Cigna Dental Health Of North Carolina, Inc.	NC	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	47805	59-2579774	1591167	0000701221		Cigna Dental Health Of Ohio, Inc.	OH	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	47041	52-1220578	1591167	0000701221		Cigna Dental Health Of Pennsylvania, Inc.	PA	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95037	59-2676977	1591167	0000701221		Cigna Dental Health Of Texas, Inc.	TX	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	52617	52-2188914	1591167	0000701221		Cigna Dental Health Of Virginia, Inc.	VA	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	47013	86-0807222	1591167	0000701221		Cigna Dental Health Plan Of Arizona, Inc.	AZ	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	48119	59-2740468	1591167	0000701221		Cigna Dental Health Of Maryland, Inc.	MD	IA	Cigna Dental Health, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		62-1312478	1591167	0000701221		Cigna Health Corporation	DE	NIA	Cigna Health Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		02-0387748	1591167	0000701221		Healthsource, Inc.	NH	NIA	Cigna Health Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95125	86-0334392	1591167	0000701221		Cigna HealthCare of Arizona, Inc.	AZ	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		95-3310115	1591167	0000701221		Cigna HealthCare of California, Inc.	CA	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95604	84-1004500	1591167	0000701221		Cigna HealthCare of Colorado, Inc.	CO	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95660	06-1141174	1591167	0000701221		Cigna HealthCare of Connecticut, Inc.	CT	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95136	59-2089259	1591167	0000701221		Cigna HealthCare of Florida, Inc.	FL	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95602	36-3385638	1591167	0000701221		Cigna HealthCare of Illinois, Inc.	IL	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95477	01-0418220	1591167	0000701221		Cigna HealthCare of Maine, Inc.	ME	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95220	02-0402111	1591167	0000701221		Cigna HealthCare of Massachusetts, Inc.	MA	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95599	52-1404350	1591167	0000701221		Cigna HealthCare Mid-Atlantic, Inc.	MD	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95493	02-0387749	1591167	0000701221		Cigna HealthCare of New Hampshire, Inc.	MA	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95500	22-2720890	1591167	0000701221		Cigna HealthCare of New Jersey, Inc.	ME	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95121	23-2301807	1591167	0000701221		Cigna HealthCare of Pennsylvania, Inc.	PA	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95635	36-3359925	1591167	0000701221		Cigna HealthCare of St. Louis, Inc.	MO	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95518	62-1230908	1591167	0000701221		Cigna HealthCare of Utah, Inc.	UT	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	96229	58-1641057	1591167	0000701221		Cigna HealthCare of Georgia, Inc.	GA	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95383	74-2767437	1591167	0000701221		Cigna HealthCare of Texas, Inc.	TX	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95525	35-1679172	1591167	0000701221		Cigna HealthCare of Indiana, Inc.	IN	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95488	11-2758941	1591167	0000701221		Cigna HealthCare of New York, Inc.	NY	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95606	62-1218053	1591167	0000701221		Cigna HealthCare of Tennessee, Inc.	TN	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95132	56-1479515	1591167	0000701221		Cigna HealthCare of North Carolina, Inc.	NC	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	95708	06-1185590	1591167	0000701221		Cigna HealthCare of South Carolina, Inc.	SC	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Temple Insurance Company Limited (Bermuda)	BMU	IA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		86-3581583	1591167	0000701221		Arizona Health Plan, Inc.	AZ	NIA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		02-0467679	1591167	0000701221		Healthsource Properties, Inc.	NH	NIA	Healthsource, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Managed Care Consultants, Inc.	NV	NIA	Cigna Health Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		02-0515554	1591167	0000701221		Choicelinx Corporation	DE	NIA	Cigna Health Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		35-1641636	1591167	0000701221		Sagamore Health Network, Inc.	IN	NIA	Cigna Health Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		84-0985843	1591167	0000701221		Cigna Healthcare Holdings, Inc.	CO	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0901	Cigna Group	95388	93-1174749	1591167	0000701221		Great-West Healthcare of Illinois, Inc.	IL	IA	Cigna Healthcare Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		02-0495422	1591167	0000701221		Cigna Healthcare, Inc.	VT	NIA	Cigna Healthcare Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		AA-1560515	1591167	0000701221		Cigna Life Insurance Co. of Canada	CAN	IA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	64548	13-2556568	3281743	0000701221		Cigna Life Insurance Company of New York	NY	IA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	62308	06-0303370	1591167	0000701221		Connecticut General Life Insurance Company	CT	IA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		27-5402936	1591167	0000701221		CARING - Albuquerque, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-0303370	1591167	0000701221		CG Gillette Ridge, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		74-3091940	1591167	0000701221		Gillette Ridge Apartments, LLC	MD	NIA	CG Gillette Ridge LLC	Ownership	65.000	Cigna Corporation	
0901	Cigna Group		06-0303370	1591167	0000701221		CG Merrick, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		52-2345309	1591167	0000701221		Merrick Park, LLC	DE	NIA	CG Merrick LLC	Ownership	30.000	General Growth Properties, Inc. (non-affiliate)	
0901	Cigna Group		52-2225244	1591167	0000701221		Merricak Park Parking, LLC	MD	NIA	CG Merrick LLC	Ownership	30.000	General Growth Properties, Inc. (non-affiliate)	
0901	Cigna Group		20-2542572	1591167	0000701221		CG Morrison LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Civic Holding, LLC	DE	NIA	CG Morrison LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		45-3481107	1591167	0000701221		CG Mystic Center LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Station Landing Holding, LLC	DE	NIA	CG Mystic Center LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		45-3481241	1591167	0000701221		CG Mystic Land LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		ND/CG HOLDING, LLC	MA	NIA	CG Mystic Land LLC	Ownership	50.000	Cigna Corporation and ND Mystic Center Holding LLC (non-affiliate)	
0901	Cigna Group		58-2455703	1591167	0000701221		CG Pinnacle, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Pinnacle Industrial Center, LP	TX	NIA	CG Pinnacle LLC	Ownership	50.000	Cigna Corporation	
0901	Cigna Group		20-3870049	1591167	0000701221		CG Skyline, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Skyline ND/CG LLC	MA	NIA	CG Skyline LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		ND Mystic Center Note LLC	DE	NIA	Skyline ND/CG LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Skyline Mezzanine Borrower LLC	MA	NIA	Skyline ND/CG LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Skyline at Station Landing LLC	MA	NIA	Skyline Mezzanine Borrower LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		26-0180898	1591167	0000701221		CareAllies, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Carson Bayport I LP	DE	NIA	Connecticut General Life Insurance Company	Ownership	59.400	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		CG Bayport LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	75.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Bayport Colony Apartments LLC	FL	NIA	CG Bayport LLC	Ownership	99.900	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		CG Shirlington LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Shirlington Apartments LLC	DE	NIA	CG Shirlington LLC	Ownership	60.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		CG Wheaton LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		CG-LINA Bayport I LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	75.000	Cigna Corporation	

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
..0901	Cigna Group		00-0000000	1591167	0000701221		CG-LINA Colonial LLC	..DE	..NIA	Connecticut General Life Insurance Company	Ownership	..75.000	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		ND/CG Colonial LLC	..MA	..NIA	CG-LINA Colonial LLC	Ownership	..75.000	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		PHF-ND Colonial LLC	..DE	..NIA	ND/CG Colonial LLC	Ownership	..50.000	Cigna Corporation	
..0901	Cigna Group		26-1133516	1591167	0000701221		CG-LINA Commonwealth LLC	..DE	..NIA	Connecticut General Life Insurance Company	Ownership	..75.000	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		UNICO/CG Commonwealth LLC	..DE	..NIA	CG-LINA Commonwealth LLC	Ownership	..80.000	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		Commonwealth Acquisition LLC	..DE	..NIA	Unico / CG Commonwealth LLC	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		26-1585711	1591167	0000701221		CG-LINA Jacob Way LLC	..DE	..NIA	Connecticut General Life Insurance Company	Ownership	..75.000	Cigna Corporation	
..0901	Cigna Group		20-8323494	1591167	0000701221		CG-LINA Lovejoy LLC	..DE	..NIA	Connecticut General Life Insurance Company	Ownership	..75.000	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		UNICO-CG Lovejoy LLC	..OR	..NIA	CG-LINA Lovejoy, LLC	Ownership	..80.000	Cigna Corporation	
..0901	Cigna Group		32-0222252	1591167	0000701221		Cigan Onsite Health, LLC	..DE	..NIA	Connecticut General Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		CR Longwood Investors L.P.	..DE	..NIA	Connecticut General Life Insurance Company	Ownership	..24.600	Charles River Realty Longwood, LLC (non-affiliate)	
..0901	Cigna Group		00-0000000	1591167	0000701221		ND/CR Longwood LLC	..DE	..NIA	CR Longwood Investors L.P.	Ownership	..95.000	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		ARE/ND/CR Longwood LLC	..DE	..NIA	ND / CR Longwood LLC	Ownership	..35.000	RE-MA Region No. 41, LLC (non-affiliate)	
..0901	Cigna Group		00-0000000	1591167	0000701221		Gillette Ridge Community Council, Inc.	..CT	..NIA	Connecticut General Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		20-3700105	1591167	0000701221		Gillette Ridge Golf, LLC	..DE	..NIA	Connecticut General Life Insurance Company	Ownership	..60.000	Cigna Corporation	
..0901	Cigna Group		52-2149519	1591167	0000701221		Hazard Center Investment Company LLC	..DE	..NIA	Connecticut General Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		Secon Properties, LP	..CA	..NIA	Connecticut General Life Insurance Company	Ownership	..50.000	South Coast Plaza Associates, LLC (non-affiliate)	
..0901	Cigna Group		00-0000000	1591167	0000701221		Teal Rock 501 Grant Street GP, LLC	..DE	..NIA	Connecticut General Life Insurance Company	Ownership	..56.273	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		Teal Rock 501 Grant Street, LP	..DE	..NIA	Connecticut General Life Insurance Company	Ownership	..55.710	Cigna Corporation	
..0901	Cigna Group		23-3074013	1591167	0000701221		TEL-DRUG of Pennsylvania, L.L.C.	..PA	..NIA	Connecticut General Life Insurance Company	Ownership	..100.000	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		AEW/FDG, LP	..DE	..NIA	Connecticut General Life Insurance Company	Ownership	..56.250	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		CR Washington Investors LP	..DE	..NIA	Connecticut General Life Insurance Company	Ownership	..56.250	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		ND/CR Unicorn LLC	..DE	..NIA	Connecticut General Life Insurance Company	Ownership	..56.250	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		Union Wharf Apartments LLC	..MD	..NIA	Connecticut General Life Insurance Company	Ownership	..56.250	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		AMD Apartments Limited Partnership	..TX	..NIA	Connecticut General Life Insurance Company	Ownership	..56.250	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		SP Newport Crossing LLC	..DE	..NIA	Connecticut General Life Insurance Company	Ownership	..56.250	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		PUR Arbors Apartment Venture LLC	..CA	..NIA	Connecticut General Life Insurance Company	Ownership	..35.000	Cigna Corporation	
..0901	Cigna Group		00-0000000	1591167	0000701221		CG Seventh LLC	..CA	..NIA	Connecticut General Life Insurance Company	Ownership	..35.000	Cigna Corporation	

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

SCHEDULE Y  
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	*
0901	Cigna Group		00-0000000	1591167	0000701221		Ideal Properties II LLC	CA	NIA	Connecticut General Life Insurance Company	Ownership	35.000	Cigna Corporation	
0901	Cigna Group		41-2189110	1591167	0000701221		CG-LINA Realty Investors LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	75.000	Cigna Corporation	
0901	Cigna Group		80-0668090	1591167	0000701221		CG-LINA Alessandro II LLC	DE	NIA	CG-LINA Realty Investors, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		45-2242273	1591167	0000701221		115 Sansome Street Associates, LLC	DE	NIA	CG-LINA Realty Investors, LLC	Ownership	90.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		121 Tasman Apartments LLC	DE	NIA	CG-LINA Realty Investors, LLC	Ownership	85.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Alto Apartments LLC	WA	NIA	CG-LINA Realty Investors, LLC	Ownership	80.000	Cigna Corporation	
0901	Cigna Group		20-4786821	1591167	0000701221		CG-LINA Paper Box LLC	DE	NIA	CG-LINA Realty Investors, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		26-4032640	1591167	0000701221		CG-LINA 10 Brookline, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	75.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		ND/CR 10 Brookline LLC	DE	NIA	CG-LINA 10 Brookline LLC	Ownership	50.000	Cigna Corporation and CR/ND Brookline LLC (non-affiliate)	
0901	Cigna Group		27-5402196	1591167	0000701221		Cigna Affiliates Realty Investment Group, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-0303370	1591167	0000701221		Cigna Dulles Town, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Dulles Town Center Mall, LLC	VA	NIA	Cigna Dulles Town, LLC	Ownership	50.000	Cigna Corporation	
0901	Cigna Group		27-0268530	1591167	0000701221		CORAC, LLC	DE	NIA	Connecticut General Life Insurance Company	Ownership	50.000	Cigna Corporation	
0901	Cigna Group		27-3923999	1591167	0000701221		Bridgepoint Office Park Associates, LLC	DE	NIA	Corac, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		27-3126102	1591167	0000701221		Fairway Center Associates, LLC	DE	NIA	Corac, LLC	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		27-3582688	1591167	0000701221		Henry on the Park Associates, LLC	DE	NIA	Corac, LLC	Ownership	80.000	Cigna Corporation	
0901	Cigna Group	67369	59-1031071	1591167	0000701221		Cigna Health and Life Insurance Company	CT	IA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		45-2681649	1591167	0000701221		CarePlexus, LLC	DE	NIA	Cigna Health and Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		27-3396038	1591167	0000701221		Cigna Corporate Services, LLC	DE	NIA	Cigna Health and Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		27-1903785	1591167	0000701221		Cigna Insurance Agency, LLC	CT	NIA	Cigna Health and Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		34-1970892				Ceres Sales of Ohio, LLC	OH	NIA	Cigna Health and Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	88366	59-2760189				American Retirement Life Insurance Company	OH	IA	Loyal American Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	61727	34-0970995				Central Reserve Life Insurance Company	OH	IA	Cigna Health and Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	65722	63-0343428				Loyal American Life Insurance Company	OH	IA	Cigna Health and Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	67903	23-1335885				Provident American Life and Health Insurance Company	OH	IA	Central Reserve Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	65269	75-2305400				United Benefit Life Insurance Company	OH	IA	Provident American Life and Health Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-1728483	1591167	0000701221		Cigna Health Management, Inc	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		20-8064696	1591167	0000701221		Kronos Optimal Health Company	AZ	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group	65498	23-1503749	1591167	0000701221		Life Insurance Company of North America	PA	IA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna & CMC Life Insurance Company Limited (China) (50%)	CHN	IA	Life Insurance Company of North America	Ownership	50.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		LINA Life Insurance Company of Korea		IA	Life Insurance Company of North America	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		58-1136865	1591167	0000701221		Cigna Direct Marketing Company, Inc.	DE	NIA	Life Insurance Company of North America	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		46-0427127	1591167	0000701221		Tel-Drug, Inc.	SD	IA	Connecticut General Life Insurance Company	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Vielife Holdings Limited (United Kingdom)	GBR	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Vielife Limited (United Kingdom)	GBR	NIA	Vielife Holdings Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		98-0463704	1591167	0000701221		Vielife Services, Inc.	DE	NIA	Vielife Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Businesshealth UK Limited	GBR	NIA	Vielife Holdings Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1332403	1591167	0000701221		CG Individual Tax Benefits Payments, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	

**SCHEDULE Y**  
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0901	Cigna Group		06-1332405	1591167	0000701221		CG Life Pension Benefits Payments, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		62-1724116	1591167	0000701221		Cigna Federal Benefits, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-2741293	1591167	0000701221		Cigna Healthcare Benefits, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-2924152	1591167	0000701221		Cigna Integratedcare, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-2741294	1591167	0000701221		Cigna Managed Care Benefits Company	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1071502	1591167	0000701221		Cigna RE Corporation	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1522976	1591167	0000701221		Blodgett & Hazard Limited		NIA	Cigna Re Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1567902	1591167	0000701221		Cigna Resource Manager, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
							Connecticut General Benefit Payments, Inc.							
0901	Cigna Group		06-1252419	1591167	0000701221			DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1533555	1591167	0000701221		Healthsource Benefits, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		35-2041388	1591167	0000701221		IHN, Inc.	IN	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		06-1252418	1591167	0000701221		LINA Benefit Payments, Inc.	DE	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		88-0334401	1591167	0000701221		Mediversal, Inc.	NV	NIA	Connecticut General Corporation	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		88-0344624	1591167	0000701221		Universal Claims Administration	MT	NIA	Mediversal, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		51-0389196	1591167	0000701221		Cigna Global Holdings, Inc.	DE	NIA	Cigna Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		51-0111677	1591167	0000701221		Cigna International Corporation, Inc.	DE	NIA	Cigna Global Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-2610178	1591167	0000701221		Cigna International Services	DE	NIA	Cigna Global Holdings, Inc.	Ownership	100.000	Cigna Corporation	
							Cigna International Marketing (Thailand) Limited	THA	NIA	Cigna Global Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		30-3087621	1591167	0000701221		CGO PARTICIPATOS LTDA.	BRA	NIA	Cigna Global Holdings, Inc.	Ownership	99.780	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		YCFM Servicios LTDA	BRA	NIA	Cigna Global Holdings, Inc.	Ownership	59.930	Cigna Corporation	
							Cigna Global Reinsurance Company, Ltd. (Bermuda)	BMU	IA	Cigna Global Holdings, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		98-0210110	1591167	0000701221		Cigna Holdings Overseas, Inc.	DE	NIA	Cigna Global Reinsurance Company, Ltd.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		23-3009279	1591167	0000701221		Cigna Bellevue Alpha LLC	DE	NIA	Cigna Holdings Overseas, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Hayat Sigorta, A.S.	TUR	IA	Cigna Holdings Overseas, Inc.	Ownership	99.999	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Nederland Alpha Cooperatief U.A.	NLD	NIA	Cigna Holdings Overseas, Inc.	Ownership	99.999	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Nederland Beta B.V.	NLD	NIA	Cigna Nederland Alpha Cooperatief U.A.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Nederland Gamma B.V.	NLD	NIA	Cigna Nederland Beta B.V.	Ownership	100.000	Cigna Corporation	
							Cigna Life Insurance Co. of Europe S.A.-N.V.	BEL	IA	Cigna Holdings Overseas, Inc.	Ownership	99.999	Cigna Corporation	
0901	Cigna Group		AA-1240009	1591167	0000701221		Cigna Europe Insurance Company S.A.-N.V.	BEL	IA	Cigna Holdings Overseas, Inc.	Ownership	99.999	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna European Services (UK) Limited	GBR	NIA	Cigna Holdings Overseas, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		CIGNA 2000 UK Pension LTD		NIA	Cigna European Services (UK) Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Health Solution India Pvt. Ltd.	IND	NIA	Cigna Holdings Overseas, Inc.	Ownership	99.999	Cigna Corporation	
							Cigna International Services Australia Pty Ltd	AUS	NIA	Cigna Holdings Overseas, Inc.	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Apac Holdings Limited (New Zealand)	NZL	NIA	Cigna Holdings Overseas, Inc.	Ownership	100.000	Cigna Corporation	
							Cigna Life Insurance New Zealand Limited (New Zealand)	NZL	IA	Cigna Apac Holdings Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Taiwan Life Assurance Company Limited	TWN	IA	Cigna Apac Holdings Limited	Ownership	100.000	Cigna Corporation	
							Cigna Taiwan Life Insurance Company Limited (New Zealand)	NZL	IA	Cigna Apac Holdings Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna Hong Kong Holdings Company Limited	HKG	NIA	Cigna Apac Holdings Limited	Ownership	100.000	Cigna Corporation	
							Cigna Data Services (Shanghai) Company Limited (China)	CHN	NIA	Cigna Hong Kong Holdings Company Limited	Ownership	100.000	Cigna Corporation	
0901	Cigna Group		00-0000000	1591167	0000701221		Cigna HLA Technology Services Limited (Hong Kong)	HKG	NIA	Cigna Hong Kong Holdings Company Limited	Ownership	100.000	Cigna Corporation	



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

SCHEDULE Y  
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	*
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Cigna Worldwide General Insurance Company Limited	..HKG.	..IA.....	Cigna Hong Kong Holdings Company Limited	Ownership.....	..97.500	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Cigna Worldwide Life Insurance Company Limited	..HKG.	..IA.....	Cigna Hong Kong Holdings Company Limited	Ownership.....	..97.500	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	PT GAR Indonesia .....	..JDN.	..NIA.....	Cigna Holdings Overseas, Inc. ....	Ownership.....	..99.160	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	PT PGU Indonesia .....	..JDN.	..NIA.....	PT GAR Indonesia .....	Ownership.....	..99.990	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	RHP (Thailand) Limited	..THA.	..NIA.....	Cigna Holdings Overseas, Inc. ....	Ownership.....	..49.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Cigna Brokerage Services (Thailand) Limited	..THA.	..NIA.....	Cigna Holdings Overseas, Inc. ....	Ownership.....	..25.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Cigna Non-Life Insurance Brokerage (Thailand) Limited	..THA.	..NIA.....	RHP Thailand Limited	Ownership.....	..75.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	KDM (Thailand) Limited (Thailand) .....	..THA.	..NIA.....	RHP Thailand Limited	Ownership.....	..100.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Cigna Insurance Public Company Limited	..THA.	..IA.....	KDM Thailand Limited	Ownership.....	..75.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Cigna Global Insurance Company Limited (Guernsey) .....	..GGY.	..IA.....	Cigna Holdings Overseas, Inc. ....	Ownership.....	..99.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Vanbreda International NV (Brussels) .....	..BEL.	..NIA.....	Cigna Holdings Overseas, Inc. ....	Ownership.....	..99.990	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Vanbreda International Sdn. Bhd. (Malaysia)	..MYS.	..NIA.....	Vanbreda International N.V. ....	Ownership.....	..100.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Vanbreda International (Beijing) Consultants and Administrators Co., Ltd (China) .....	..CHN.	..NIA.....	Vanbreda International N.V. ....	Ownership.....	..100.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Vanbreda International, LLC (FL) .....	..FL.	..NIA.....	Vanbreda International N.V. ....	Ownership.....	..100.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Vanbreda International (Dubai) Limited (United Arab Emirates) .....	..ARE.	..NIA.....	Vanbreda International N.V. ....	Ownership.....	..100.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	90859	23-2088429	1591167	0000701221	.....	Cigna Worldwide Insurance Company .....	..DE.	..IA.....	Cigna Global Reinsurance Company, Ltd. ....	Ownership.....	..100.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	AA-5360003	1591167	0000701221	.....	PT. Asuransi Cigna (Indonesia) (80%) .....	..JDN.	..IA.....	Cigna Worldwide Insurance Company .....	Ownership.....	..80.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	FirstAssist Group Holdings Limited (UK) .....	..GBR.	..NIA.....	Cigna Holdings Overseas, Inc. ....	Ownership.....	..100.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	FirstAssist Group Limited (UK) .....	..GBR.	..NIA.....	FirstAssist Group Holdings Limited	Ownership.....	..100.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	FirstAssist Administration Limited (UK) .....	..GBR.	..NIA.....	Cigna Holdings Overseas, Inc. ....	Ownership.....	..100.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Brighter Business Limited (UK) .....	..GBR.	..NIA.....	FirstAssist Group Limited	Ownership.....	..100.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	FirstAssist Legal Protection Limited (UK) .....	..GBR.	..IA.....	FirstAssist Group Limited	Ownership.....	..100.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	FirstAssist Insurance Services Limited (UK) .....	..GBR.	..IA.....	FirstAssist Group Limited	Ownership.....	..100.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Market Street Residential Holdings LLC	..DE.	..NIA.....	Cigna Affiliates Reality Investment Group LLC	Ownership.....	..85.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Arborpoint at Market Street LLC	..DE.	..NIA.....	Market Street Residential Holdings LLC	Ownership.....	..100.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Market Street Retail Holdings LLC	..DE.	..NIA.....	Cigna Affiliates Reality Investment Group LLC	Ownership.....	..100.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Market Street South LLC	..DE.	..NIA.....	Market Street Retail Holdings LLC	Ownership.....	..100.000	Cigna Corporation .....	.....
...0901...	Cigna Group .....	.....	00-0000000	1591167	0000701221	.....	Diamondview Tower CM-CG LLC	..DE.	..NIA.....	Cigna Affiliates Reality Investment Group LLC	Ownership.....	..90.000	Cigna Corporation .....	.....

Asterisk	Explanation

SCHEDULE Y

PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

1	2	3	4	5	6	7	8	9	10	11	12	13
NAIC Company Code	Federal ID Number	Names of Insurers and Parent, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred Under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/(Liability)
	06-1059331	Cigna Corporation	671,000,000				(3,639,145)				667,360,855	
	06-1072796	Cigna Holdings, Inc.	869,000,000	(4,367,572,720)							(3,498,572,720)	
	23-1914061	Former Cigna Investments, Inc.					30,773,801				30,773,801	
	06-0861092	Cigna Investments, Inc.					9,301,080				9,301,080	
	01-0947889	Cigna Benefits Financing, Inc.					1,967,136				1,967,136	
	06-0840391	Connecticut General Corporation	14,000,000	(2,300,000)			(9,054)				11,690,946	
	81-0585518	Benefit Management Corp.		2,500,000							2,500,000	
12814	20-4433475	Allegiance Life & Health Insurance Company										
				(2,500,000)			(12,712,079)	(1,875,057)			(17,087,136)	1,459,189
	20-3851464	Allegiance Re, Inc.									0	
	81-0400550	Allegiance Benefit Plan Management, Inc.					3,048,521				3,048,521	
	71-0916514	Allegiance COBRA Services, Inc.					11,781				11,781	
	00-0000000	Allegiance Provider Direct, LLC									0	
	00-0000000	Community Health Network, LLC									0	
	81-0425785	Intermountain Underwriters, Inc.					109,853				109,853	
	00-0000000	Star Point, LLC					509,781				509,781	
	20-1821898	HealthSpring, Inc.	(50,000,000)	3,857,020,380			(154,381,269)				3,652,639,111	
	52-1929677	Bravo Health, LLC					204,738,102				204,738,102	
10095	52-2259087	Bravo Health Mid-Atlantic, Inc.					(34,705,020)				(34,705,020)	
11254	52-2363406	Bravo Health Pennsylvania, Inc.					(147,363,693)				(147,363,693)	
12902	20-8534298	HealthSpring Life & Health Insurance Company, Inc.					(190,915,505)				(190,915,505)	
95781	63-0925225	HealthSpring of Alabama, Inc.					(52,299,068)				(52,299,068)	
11532	65-1129599	HealthSpring of Florida, Inc.					(117,341,247)				(117,341,247)	
	77-0632665	NewQuest Management of Illinois, LLC					20,220,474				20,220,474	
	20-4954206	NewQuest Management of Florida, LLC					120,894,149				120,894,149	
	20-8647386	HealthSpring Management of America, LLC					240,372,035				240,372,035	
	33-1033586	NewQuest Management of Alabama, LLC					64,458,081				64,458,081	
	72-1559530	HealthSpring USA, LLC					8,993,924				8,993,924	
	62-1540621	HealthSpring Management, Inc.					124,563,025				124,563,025	
11522	62-1593150	HealthSpring of Tennessee, Inc.					(125,980,676)				(125,980,676)	
13733	03-0452349	Cigna Arbor Life Insurance Company					(14,292,064)	(27,463,664)			(41,755,728)	1,411,608,622
	41-1648670	Cigna Behavioral Health, Inc.	(75,000,000)				47,056,753				(27,943,247)	
	59-2308055	Cigna Dental Health, Inc.	(39,865,116)				38,810,728				(1,054,388)	
	59-2600475	Cigna Dental Health Of California, Inc.	(12,000,000)				(132,154)				(12,132,154)	
11175	59-2675861	Cigna Dental Health Of Colorado, Inc.	(1,250,000)				(969,227)				(2,219,227)	
95380	59-2676987	Cigna Dental Health Of Delaware, Inc.					(13,356)				(13,356)	
52021	59-1611217	Cigna Dental Health Of Florida, Inc.	(8,000,000)				(3,678,228)				(11,678,228)	
52024	59-2625350	Cigna Dental Health Of Kansas, Inc.	(200,000)				(173,975)				(373,975)	
52108	59-2619589	Cigna Dental Health Of Kentucky, Inc.	(200,000)				(128,519)				(328,519)	
11160	06-1582068	Cigna Dental Health Of Missouri, Inc.	(750,000)				(602,967)				(1,352,967)	
11167	59-2308062	Cigna Dental Health Of New Jersey, Inc.	(1,700,000)				(1,423,570)				(3,123,570)	
95179	56-1803464	Cigna Dental Health Of North Carolina, Inc.					(522,068)				(522,068)	

SCHEDULE Y

PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

1	2	3	4	5	6	7	8	9	10	11	12	13
NAIC Company Code	Federal ID Number	Names of Insurers and Parent, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred Under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/(Liability)
47805	59-2579774	Cigna Dental Health Of Ohio, Inc.	(1,775,000)				(981,482)				(2,756,482)	
47041	52-1220578	Cigna Dental Health Of Pennsylvania, Inc.										
			(1,486,995)				(602,700)				(2,089,695)	
95037	59-2676977	Cigna Dental Health Of Texas, Inc.	(7,472,889)				(3,627,626)				(11,100,515)	
52617	52-2188914	Cigna Dental Health Of Virginia, Inc.	(1,100,000)				(704,012)				(1,804,012)	
47013	86-0807222	Cigna Dental Health Plan Of Arizona, Inc.										
			(3,400,000)				(103,815)				(3,503,815)	
48119	59-2740468	Cigna Dental Health Of Maryland, Inc.	(2,800,000)				(1,319,827)				(4,119,827)	
	62-1312478	Cigna Health Corporation	(14,100,000)	(5,155,419)			89,153,160				69,897,741	
	02-0387748	Healthsource, Inc.					(5,810,575)				(5,810,575)	
95125	86-0334392	Cigna HealthCare of Arizona, Inc.	(5,000,000)	155,419			(32,925,857)	(457,808)			(38,228,246)	1,630,274
	95-3310115	Cigna HealthCare of California, Inc.					(57,422,647)	1,673,926			(55,748,721)	8,872,587
95604	84-1004500	Cigna HealthCare of Colorado, Inc.	(2,000,000)				(1,534,864)	827,801			(2,707,063)	202,646
95660	06-1141174	Cigna HealthCare of Connecticut, Inc.					(4,625,985)	14,940			(4,611,045)	26,628
95136	59-2089259	Cigna HealthCare of Florida, Inc.					(828,850)	(60,251)			(889,101)	109,259
95602	36-3385638	Cigna HealthCare of Illinois, Inc.					(286,052)	(19,650)			(305,702)	17,745
95477	01-0418220	Cigna HealthCare of Maine, Inc.	(5,000,000)				1,478				(4,998,522)	
95220	02-0402111	Cigna HealthCare of Massachusetts, Inc.	(1,400,000)				9,318	(71)			(1,390,753)	64
95599	52-1404350	Cigna HealthCare Mid-Atlantic, Inc.	(2,500,000)				(15,539)				(2,515,539)	
95493	02-0387749	Cigna HealthCare of New Hampshire, Inc.	(500,000)				30,767				(469,233)	
95500	22-2720890	Cigna HealthCare of New Jersey, Inc.					(44,292)	(39,410)			(83,702)	35,590
95121	23-2301807	Cigna HealthCare of Pennsylvania, Inc.					(16,062)				(16,062)	
95635	36-3359925	Cigna HealthCare of St. Louis, Inc.	(2,000,000)				(769,533)	(99,942)			(2,869,476)	15,113
95518	62-1230908	Cigna HealthCare of Utah, Inc.					12,763				12,763	
96229	58-1641057	Cigna HealthCare of Georgia, Inc.					(850,021)	170,755			(679,266)	79,605
95383	74-2767437	Cigna HealthCare of Texas, Inc.	(3,000,000)				(11,071,786)	(338,548)			(14,410,334)	1,456,330
95525	35-1679172	Cigna HealthCare of Indiana, Inc.	(500,000)				(194,637)	(10,930)			(705,567)	9,870
95488	11-2758941	Cigna HealthCare of New York, Inc.					(37,955)				(37,955)	
95606	62-1218053	Cigna HealthCare of Tennessee, Inc.	(3,000,000)				(7,301,281)	770,210			(9,531,072)	928,605
95132	56-1479515	Cigna HealthCare of North Carolina, Inc.	(5,000,000)				(4,599,772)	(192,452)			(9,792,224)	512,033
95708	06-1185590	Cigna HealthCare of South Carolina, Inc.	(1,000,000)				(258,500)	(17,844)			(1,276,344)	16,114
	00-0000000	Temple Insurance Company Limited (Bermuda)										
							(43,525)				(43,525)	
	35-1641636	Sagamore Health Network, Inc.					1,146,753				1,146,753	
95388	93-1174749	Great-West Healthcare of Illinois, Inc.					(702)				(702)	
	AA-1560515	Cigna Life Insurance Co. of Canada	(2,000,000)				(11,316,857)	(484,833)			(13,801,690)	
64548	13-2556568	Cigna Life Insurance Company of New York	(25,000,000)				(872,263)	(9,215,731)			(35,087,994)	136,150,842
62308	06-0303370	Connecticut General Life Insurance Company	(1,054,000,000)	16,894,557			(107,142,377)	(1,497,449)			(1,145,745,269)	(2,763,196,541)
	32-0222252	Cigna Onsite Health, LLC		5,000,000			5,053,453				10,053,453	
	23-3074013	TEL-DRUG of Pennsylvania, L.L.C.					(44,227)				(44,227)	
	27-5402196	Cigna Affiliates Realty Investment Group, LLC		150,455,547							150,455,547	
	27-0268530	CORAC, LLC		(748,442)							(748,442)	

SCHEDULE Y  
PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

1	2	3	4	5	6	7	8	9	10	11	12	13
NAIC Company Code	Federal ID Number	Names of Insurers and Parent, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred Under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/(Liability)
67369	59-1031071	Cigna Health and Life Insurance Company		176,075,679			(37,580,300)	(2,433,663)			136,061,716	(3,946,933)
	23-1728483	Cigna Health Management, Inc	(10,000,000)				152,918,081				142,918,081	
	20-8064696	Kronos Optimal Health Company					7,846,145				7,846,145	
65498	23-1503749	Life Insurance Company of North America	(175,000,000)	(35,810,341)			(18,865,942)	(109,979,021)			(339,655,304)	1,116,651,803
	46-0427127	Tel-Drug, Inc.	(36,000,000)				(18,954)				(36,018,954)	
	00-0000000	Vielife Holdings Limited (United Kingdom)										
				2,300,000							2,300,000	
	35-2041388	IHN, Inc.					(3,510)				(3,510)	
	51-0389196	Cigna Global Holdings, Inc.		96,588,380							96,588,380	
	51-0111677	Cigna International Corporation, Inc					(3,159,000)				(3,159,000)	
	98-0210110	Cigna Global Reinsurance Company, Ltd. (Bermuda)	30,787,500				(12,636)	159,742,011			190,516,875	111,540,496
	23-3009279	Cigna Holdings Overseas, Inc.					5,309,821				5,309,821	
	00-0000000	Cigna Nederland Alpha Cooperatief U.A.		37,483,936							37,483,936	
	00-0000000	Cigna Nederland Gamma B.V.		69,613,024							69,613,024	
	AA-1240009	Cigna Life Insurance Co. of Europe S.A.- N.V.					(2,165,815)	177,859			(1,987,956)	9,852
	00-0000000	Cigna Europe Insurance Company S.A.-N.V.					7,831				7,831	
	00-0000000	Cigna Worldwide Life Insurance Company Limited					(47,035)				(47,035)	
	00-0000000	Cigna Global Insurance Company Limited (Guernsey)					4,921,801	(6,966,520)			(2,044,719)	(2,634,881)
90859	23-2088429	Cigna Worldwide Insurance Company	(30,787,500)				(3,750,898)	(2,224,656)			(36,763,054)	(21,554,913)
9999999	Control Totals		0	0	0	0	0	0	XXX	0	0	0










ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing unless specifically waived by the domiciliary state. However, in the event that your domiciliary state waives the filing requirement, your response of WAIVED to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

		Responses
MARCH FILING		
1.	Will the Supplemental Compensation Exhibit be filed with the state of domicile by March 1? .....	YES
2.	Will an actuarial opinion be filed by March 1? .....	YES
3.	Will the confidential Risk-based Capital Report be filed with the NAIC by March 1?.....	YES
4.	Will the confidential Risk-based Capital Report be filed with the state of domicile, if required, by March 1?.....	YES
APRIL FILING		
5.	Will Management's Discussion and Analysis be filed by April 1? .....	YES
6.	Will the Supplemental Investment Risks Interrogatories be filed by April 1? .....	YES
7.	Will the Accident and Health Policy Experience Exhibit be filed by April 1? .....	YES
JUNE FILING		
8.	Will an audited financial report be filed by June 1? .....	YES
9.	Will Accountant's Letter of Qualifications be filed with the state of domicile and electronically with the NAIC by June 1? .....	YES
AUGUST FILING		
10.	Will Communication of Internal Control Related Matters Noted in Audit be filed with the state of domicile by August 1? .....	YES

The following supplemental reports are required to be filed as part of your annual statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

MARCH FILING		
11.	Will the Medicare Supplement Insurance Experience Exhibit be filed with the state of domicile and the NAIC by March 1? .....	NO
12.	Will the Supplemental Life data due March 1 be filed with the state of domicile and the NAIC? .....	NO
13.	Will the Supplemental Property/Casualty data due March 1 be filed with the state of domicile and the NAIC?.....	NO
14.	Will Schedule SIS (Stockholder Information Supplement) be filed with the state of domicile by March 1?.....	NO
15.	Will the actuarial opinion on participating and non-participating policies as required in Interrogatories 1 and 2 on Exhibit 5 to Life Supplement be filed with the state of domicile and electronically with the NAIC by March 1?.....	NO
16.	Will the actuarial opinion on non-guaranteed elements as required in Interrogatory 3 to Exhibit 5 to Life Supplement be filed with the state of domicile and electronically with the NAIC by March 1?.....	NO
17.	Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC by March 1?.....	YES
18.	Will an approval from the reporting entity's state of domicile for relief related to the five-year rotation requirement for lead audit partner be filed electronically with the NAIC by March 1? .....	NO
19.	Will an approval from the reporting entity's state of domicile for relief related to the one-year cooling off period for independent CPA be filed electronically with the NAIC by March 1? .....	NO
20.	Will an approval from the reporting entity's state of domicile for relief related to the Requirements for Audit Committees be filed electronically with the NAIC by March 1?.....	NO
APRIL FILING		
21.	Will the Long-Term Care Experience Reporting Forms be filed with the state of domicile and the NAIC by April 1? .....	NO
22.	Will the Supplemental Life data due April 1 be filed with the state of domicile and the NAIC? .....	NO
23.	Will the Supplemental Property/Casualty Insurance Expense Exhibit due April 1 be filed with any state that requires it, and, if so, the NAIC? .....	NO
24.	Will the Supplemental Health Care Exhibit (Parts 1, 2 and 3) be filed with the state of domicile and the NAIC by April 1? .....	NO
25.	Will the regulator only (non-public) Supplemental Health Care Exhibit's Expense Allocation Report be filed with the state of domicile and the NAIC by April 1? .....	NO
AUGUST FILING		
26.	Will Management's Report of Internal Control Over Financial Reporting be filed with the state of domicile by August 1? .....	YES
Explanations:		
11.	Business not written	
12.	Business not written	
13.	Business not written	
14.	Not applicable	
15.	Business not written	
16.	Business not written	
18.	Not applicable	
19.	Not applicable	
20.	Not applicable	
21.	Business not written	
22.	Business not written	
23.	Business not written	
24.	Business not written	
25.	Business not written	
Bar Codes:		
11.	Medicare Supplement Insurance Experience Exhibit [Document Identifier 360]	
12.	Life Supplement [Document Identifier 205]	
13.	Property/Casualty Supplement [Document Identifier 207]	
14.	SIS Stockholder Information Supplement [Document Identifier 420]	
15.	Participating Opinion for Exhibit 5 [Document Identifier 371]	
16.	Non-Guaranteed Opinion for Exhibit 5 [Document Identifier 370]	
18.	Relief from the five-year rotation requirement for lead audit partner [Document Identifier 224]	
19.	Relief from the one-year cooling off period for independent CPA [Document Identifier 225]	
20.	Relief from the Requirements for Audit Committees [Document Identifier 226]	

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

21. Long-Term Care Experience Reporting Forms [Document Identifier 306]



22. Life Supplement [Document Identifier 211]



23. Property/Casualty Supplement Insurance Expense Exhibit  
[Document Identifier 213]



24. Supplemental Health Care Exhibit (Parts 1, 2 and 3) [Document Identifier 216]



25. Supplemental Health Care Exhibit's Expense Allocation Report  
[Document Identifier 217]





SUPPLEMENT FOR THE YEAR 2012 OF THE HealthSpring Life & Health Insurance Company, Inc.

**MEDICARE PART D COVERAGE SUPPLEMENT**

(Net of Reinsurance)

NAIC Group Code 3477		(To Be Filed by March 1)		NAIC Company Code 12902	
	Individual Coverage		Group Coverage		5
	1 Insured	2 Uninsured	3 Insured	4 Uninsured	
1. Premiums Collected					
1.1 Standard Coverage					
1.11 With Reinsurance Coverage .....	738,289,369	XXX		XXX	738,289,369
1.12 Without Reinsurance Coverage .....		XXX		XXX	0
1.13 Risk-Corridor Payment Adjustments .....		XXX		XXX	0
1.2 Supplemental Benefits .....		XXX		XXX	0
2. Premiums Due and Uncollected-change					
2.1 Standard Coverage					
2.11 With Reinsurance Coverage .....	(26,037,771)	XXX		XXX	XXX
2.12 Without Reinsurance Coverage .....	0	XXX		XXX	XXX
2.2 Supplemental Benefits .....		XXX		XXX	XXX
3. Unearned Premium and Advance Premium-change					
3.1 Standard Coverage					
3.11 With Reinsurance Coverage .....		XXX		XXX	XXX
3.12 Without Reinsurance Coverage .....		XXX		XXX	XXX
3.2 Supplemental Benefits .....		XXX		XXX	XXX
4. Risk-Corridor Payment Adjustments-change					
4.1 Receivable .....		XXX		XXX	XXX
4.2 Payable .....		XXX		XXX	XXX
5. Earned Premiums					
5.1 Standard Coverage					
5.11 With Reinsurance Coverage .....	712,251,598	XXX	0	XXX	XXX
5.12 Without Reinsurance Coverage .....	0	XXX	0	XXX	XXX
5.13 Risk-Corridor Payment Adjustments .....	0	XXX	0	XXX	XXX
5.2 Supplemental Benefits .....	0	XXX	0	XXX	XXX
6. Total Premiums .....	712,251,598	XXX	0	XXX	738,289,369
7. Claims Paid					
7.1 Standard Coverage					
7.11 With Reinsurance Coverage .....	350,718,638	XXX		XXX	350,718,638
7.12 Without Reinsurance Coverage .....		XXX		XXX	0
7.2 Supplemental Benefits .....		XXX		XXX	0
8. Claim Reserves and Liabilities-change					
8.1 Standard Coverage					
8.11 With Reinsurance Coverage .....	194,382,898	XXX		XXX	XXX
8.12 Without Reinsurance Coverage .....		XXX		XXX	XXX
8.2 Supplemental Benefits .....		XXX		XXX	XXX
9. Health Care Receivables-change					
9.1 Standard Coverage					
9.11 With Reinsurance Coverage .....		XXX		XXX	XXX
9.12 Without Reinsurance Coverage .....		XXX		XXX	XXX
9.2 Supplemental Benefits .....		XXX		XXX	XXX
10. Claims Incurred					
10.1 Standard Coverage					
10.11 With Reinsurance Coverage .....	545,101,535	XXX	0	XXX	XXX
10.12 Without Reinsurance Coverage .....	0	XXX	0	XXX	XXX
10.2 Supplemental Benefits .....	0	XXX	0	XXX	XXX
11. Total Claims .....	545,101,535	XXX	0	XXX	350,718,638
12. Reinsurance Coverage and Low Income Cost Sharing					
12.1 Claims Paid - Net of Reimbursements Applied .....	XXX		XXX		0
12.2 Reimbursements Received but Not Applied-change .....	XXX		XXX		0
12.3 Reimbursements Receivable-change .....	XXX		XXX		XXX
12.4 Health Care Receivables-change .....	XXX		XXX		XXX
13. Aggregate Policy Reserves-change					XXX
14. Expenses Paid .....	71,175,084	XXX		XXX	71,175,084
15. Expenses Incurred .....	71,822,127	XXX		XXX	XXX
16. Underwriting Gain/Loss .....	95,327,936	XXX	0	XXX	XXX
17. Cash Flow Results	XXX	XXX	XXX	XXX	316,395,647

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